

A long time ago in a galaxy far, far away...

> STAR WARS < > EPISODE VIII < > THE LAST JEDI <

Since the destruction of the Hosnian System, many planetary governments secede from the New Republic fearful of First Order retaliation.

A weakened and leaderless New Republic Defense struggles to protect the remaining New Republic members.

Meanwhile, as the Resistance musters its forces, General Leia Organa sends the young, Force-sensitive Rey on a mission to enlist the help of Jedi Master Luke Skywalker, the last hope of the galaxy...

TILT UP the star field, past mining-colonized asteroids, to a large red, white, and blue marbled planet. City lights twinkle in the shadowed half.

With a whoosh, a Star Destroyer drops out of hyperspace.

Tie Fighters and transports swarm from its hangar.

INVASION!

The force descends upon the unsuspecting population, and the Star Destroyer leaps away into the stars.

EXT. BILBRINGI - STARSHIP YARD -- DAY

Cranes swing and sparks fly along a row of massive starships under construction in dry docks.

A chubby supervisor, on a floating platform of welding droids, wipes his brow as he gives the work a final inspection. Satisfied, he leans over the edge of the platform and shouts.

SUPERVISOR

Section one-one-five-eight complete!
Clear below!

As he descends, he doesn't notice the missile impacts on the ships in the distance, until the blast wave reaches him.

Sirens blare as Tie Fighters scream across the sky. The supervisor clings to the platform for life.

He turns in shock as explosions erupt from the hulls. The ships list to one side and collapse under their own weight.

Gozanti-class military transports with underslung urban model AT-ATs touch and go in the city center. The AT-ATs' cannons blast buildings and trample everything as citizens flee.

Fast-attack hover tanks smash through a fortified perimeter.

Two Bilbringi starfighters scramble from a Hangar before the tank's dual cannons pulverize it.

The Bilbringi starfighters attack a squad of Tie Fighters but are quickly annihilated.

A platoon of stormtroopers holds back a crowd, as children are loaded onto transports.

A small BLUE-HAIRED BOY, 8, breaks free from stormtrooper NT-8346's grip and sprints toward the crowd.

TQ-7877

Stop him!

The boy almost makes it, but WA-9042 raises his blaster and shoots him in the back with a stun bolt. The boy falls.

The NT-8346 approaches to collect him as his mother begs.

EXT. AHCH-TO - ISLAND -- DAY

REY'S young outstretched hand holds the worn lightsaber with confidence, although her face is star-struck.

Hesitantly, LUKE accepts it. It feels good, comfortable and yet odd in his prosthetic hand.

He cracks a smile of old memories and better days as he runs his fingers across the hilt.

REY

Maz Kanata kept it safe.

LUKE

Of course, she did.

REY

She said you'd return and help us.

His smile fades and his eyes go cold.

LUKE

She was mistaken.

Luke turns his back on her. Taken aback, Rey calls out.

REY
But you're a Jedi Master.

The words drag on Luke's heart. He stops but doesn't turn.

LUKE
I'm no Master. Not anymore.

Rey watches he walks away, but legend or not, she won't let him off that easily and chases him down.

REY
People are suffering. How can you
walk away from us?

Luke turns and holds out his hand threateningly. Rey stops in her tracks not knowing what to expect.

LUKE
You think I don't know that?

REY
Then do something.

He stares at her, on the cusp of confession, but holds back.

LUKE
I can't.

REY
Why not? I don't understand.

LUKE
It's not for you to understand.
Please, leave me.

EXT. AHCH-TO - MILLENNIUM FALCON -- DAY

CHEWIE, on a lift, repairs the damaged quad-laser cannon that hangs toward the ground. A data cable leads to R2-D2.

He groans a command to Artoo. The cannon moves but spins wildly. Chewie howls for Artoo to stop. Artoo squeals.

Chewie opens a panel and looks around inside with a flashlight. He spots a loose device with small lights.

He disconnects the device and examines it. It looks old, but it also looks... Imperial.

Chewie stuffs the device into his bag and closes the hatch. The cannon resets into its normal forward position.

He turns to Rey as she returns, on the verge of tears.

INT. MILLENNIUM FALCON - LOUNGE -- DAY

Artoo projects a full-size hologram of LEIA.

REY

Why can't you talk to him?

Defeated, Rey collapses on the bench seat. She feels small and put-upon with the fate of the galaxy. Leia's hologram sits next to Rey, like the ghost of Obi-wan.

LEIA

If Maz says you're the only one who can reach him, then it needs to be you. I've come to learn she's usually right about these things.

REY

I don't understand why it must be me.

LEIA

Because you have a gift. The Force is strong in you. Show him that there is still hope for the Jedi.

Leia cracks a smile.

LEIA (CONT'D)

You remind me of a much younger Luke Skywalker. He had the same doubts about himself. You want to be a Jedi, don't you?

REY

I guess so, but--

Done with the coddling, Leia becomes firm.

LEIA

Then put aside your fears and fulfill your destiny. We're counting on you.

Leia disappears. Rey still has her doubts.

EXT. MILLENNIUM FALCON -- EVENING

Rey watches the ramp of the Falcon close. Her hair and wrap flutters as the ship rises, turns, and leaves her behind.

Alone again, she turns toward the setting blue sun.

EXT. HALMAD ORBIT - BATTLECRUISER *PROMINENCE* -- DAY

Tie Fighters strafe a massive armored hull as they skim along the elaborate surface.

Turbolasers shoot down the fighters, but not before they launch missiles.

INT. BATTLECRUISER *PROMINENCE* - BRIDGE -- DAY

The impact rattles the bridge but not the crew. The craggy-faced ADMIRAL BASHIER, 60s with one cataractous eye, steadies himself as CAPTAIN CANADY, 40s but boyish, approaches.

CAPTAIN CANADY
Admiral, they've invaded Bilbringi.

From the landing, the Admiral looks out to their sister ship, THE INTREPID, also under siege from Tie Fighters.

ADMIRAL BASHIER
Inform the Intrepid they must stave off the First Order alone.

CAPTAIN CANADY
(in a hushed tone)
Surely the Resistance can help with the more trivial conflicts.

ADMIRAL BASHIER
Nonsense. We don't need the likes of an unruly militia. Besides, this offensive is unsustainable. The First Order will break soon enough.

Another missile knocks the admiral into the console. He catches himself and a doubtful look from Captain Canady.

INT. BATTLECRUISER *PROMINENCE* - HANGAR BAY -- DAY

Ground crews prep, repair, load, and fuel T-85 X-wing Fighters. Pilots perform preflight inspections on data pads.

MYRI, 20s, a thin woman in a flight suit and black bob walks the column of X-wings. She micro-manages the inspection with a helmet under one arm and the air of a superior officer.

KORTU, 30s, a tall, visibly strong, and bald near-human with yellow eyes and chalk-white skin decorated with intricate black tattoos, hands Myri his data pad.

MYRI
Run those calcs again. You can't possibly be burning this much fuel unless you're running away.

KORTU
(stilted)
Kortu never runs away. Froog, he runs away.

MYRI

And you've fired as many shots as
the rest of the squad combined.

KORTU

Because Kortu shoots down as many
TIEs as the squad combined.

She ignores him, turns to the squad, and yells over the noise.

MYRI

It's important we make strong,
decisive kills. With the New Republic
gone, we can't afford to waste our
resources. Be smart. Be efficient.

FROOG, 20s, a gangly man with a chin beard, almost as tall
as Kortu, spots Captain Canady over Myri's shoulder.

FROOG

Captain on the deck.

The squad snaps to attention. Myri stiffens even more.

CAPTAIN CANADY

At ease, Rapier Squadron. Your mission
has been scrubbed. Secure your
fighters for hyperspace. A word,
please, Lieutenant Commander.

MYRI

Secure your craft for transport. I
want *complete* flight logs and
maintenance reports in fifteen.

The squad collectively groans as Myri joins Captain Canady.

ALEXA, 20s, a voluptuous woman with natural bronze skin and
a bit of an outsider's chip on her shoulder mutters to Froog.

ALEXA

I feel sorry for her boyfriend.

FROOG

Alexa, you know she doesn't date.
It's not in the service manual.

Away from the activity, Captain Canady turns to Myri.

CAPTAIN CANADY

Your squad has certainly lived up to
Rapier's reputation.

MYRI

Thank you, sir.

CAPTAIN CANADY

A little advice from a man who
commands thousands every day, go
easy on them. It's a stressful job.

MYRI

I will, sir, once the First Order
threat has been eradicated.

CAPTAIN CANADY

You may have their obedience, but
you won't have their respect.

MYRI

All I need is their obedience and
your respect, sir.

CAPTAIN CANADY

You have it.

MYRI

Thank you, sir.

Captain Canady looks about the hangar bay, but something
weighs heavy on his mind.

MYRI (CONT'D)

Sir?

He looks at Myri and gauges her trust.

CAPTAIN CANADY

(in a hushed tone)

When was the last time you spoke
with your father?

MYRI

My father and I don't speak often.

CAPTAIN CANADY

But, you *can* get in touch with him.

Myri looks confused about this conversation.

MYRI

Yes, sir, but personal communication
is not permitted during hostilities.

Teetering, he decides to go for it.

CAPTAIN CANADY

We need the help of the Resistance.

Bemused, Myri relaxes her composure.

MYRI

The Resistance? They're nothing but outer-rim hotshots and old Rebellion war vets.

CAPTAIN CANADY

Maybe so, but we need every fighter we can get. The New Republic fleet is weaker than publicly known, even within the upper ranks, and right now we're at the breaking point.

MYRI

What? I don't believe that.

CAPTAIN CANADY

It's true.

He hands her a data device, but she's not on board yet.

MYRI

I assume this request does not come from Admiral Bashier.

CAPTAIN CANADY

He's a wise and honorable man, but he's wrong about this. We need help.

MYRI

And if he finds out about your mutinous plot, he'll throw us in the brig.

CAPTAIN CANADY

I'll take full responsibility if it comes out, but I'm hoping-

MYRI

I want the EX-1.

Captain Canady blinks dumbfounded.

CAPTAIN CANADY

That's Steadman's ship.

Myri gives him a steely-eyed stare. He relents.

CAPTAIN CANADY (CONT'D)

You'll go far, Lieutenant Commander.

A devious smile appears on Myri's face.

EXT. MON CALA -- DAY

A heavily armed fighter/transport with two hulking engines, an FT-71 MARAUDER, drops through thick rain clouds. It skims across a turbulent ocean toward a floating city.

EXT. MON CALA - DROID REPAIR SHOP -- DAY

With a deep moan, the marauder circles the landing site. The engines pivot and set the craft down into dense urban decay.

Rain streams down the fuselage and sizzles on the engine.

The door slides open and four mercenaries, dressed in tactical gear, jump out and secure the immediate area.

Among them are QUIX, a green-skinned, bug-eyed RODIAN, IG-88, an ASSASSIN DROID gone rogue, KATHRYN, an armored MANDALORIAN woman, and REAGAR, a two head-tailed TWI'LEK.

The Rodian signals "CLEAR" and a small, cloaked figure emerges.

INT. DROID REPAIR SHOP -- DAY

Mechanical locks clatter and steel tracks creak as the door of the dark building rises, silhouetting the team.

The unknown figure pushes back her hood and steps forward into a pool of light.

IT'S LEIA!

She shows no sign of fear as two unnerving, squid-headed QUARREN guards greet the group.

The guards lead them through a maze of slimy pipes, rusted droid chassis, and dripping roof leaks. They arrive at a dim and dirty room occupied by a heavy, metal table and formally dressed AMBASSADOR CHOCOLO, a fish-headed MON CALAMARI.

He stands with respect and gives a slight bow.

AMBASSADOR CHOCOLO
General Organa. I apologize for the precautions, but with the First Order occupation, I must insist on discretion.

Leia smiles at the sight of her old friend.

LEIA
Apologies are unnecessary, Ambassador Chocolo. It's good to see you.

Ambassador Chocolo waves the guards away. The Quarren leave, but the mercenaries stay and establish a defensive perimeter.

LEIA (CONT'D)
I want to personally extend my sympathies for the loss of your daughter.

As they sit, Leia hands him an elegant piece of coral.

LEIA (CONT'D)
She gave this to me when she first took her post on the council. I want you to have it.

Ambassador Chocolo accepts it and fights back his tears.

AMBASSADOR CHOCOLO
I was so proud of her. You have always been very generous to us. Thank you.

LEIA
We wouldn't be here without your support, which is the other reason I needed to meet with you. The Resistance is destitute. We need ships, we need supplies, and we need people. I've had to enlist these mercenaries at great expense, for we can't spare a single fighter.

The ambassador lowers his head in shame. A subtle thud from the next room piques the suspicion of Reagar. He signals to Kathryn with a nod toward the sound.

AMBASSADOR CHOCOLO
I'm afraid we cannot lend you the aid you require. Even if we had the resources to spare, it would be too great a risk. Right now, we can only hope our people will survive this ordeal.

Kathryn slowly pokes her head into the next room.

LEIA
Ambassador, without the Resistance there is no hope for anyone.

KATHRYN
It's a trap!

Blaster bolts pummel Kathryn's armor. Her body hits the floor. Stormtroopers enter the room shooting. Everyone scrambles.

Leia pushes over the table and pulls the ambassador behind it, but not before a bolt mortally wounds him.

IG-88 and Quix hold off the stormtroopers as Leia tries to drag the heavy ambassador to safety.

QUIX
(in Rodian)
Gimme some cover!

IG-88 lays down a terrific spray of bolts as Quix and Reagar hop an overturned cabinet toward Leia and Ambassador Chocolo.

Reagar takes a blaster bolt to the back as Quix grabs the ambassador by his jacket.

He and Leia drag him clear of the fight.

IG-88's blasters smolder and he stops to let them cool.

Quix's wrist holoprojector spawns an image of the blob-like worm GORGA THE HUTT. He quickly turns his back to Leia.

GORGA THE HUTT
(in Huttese)
Do you have her?

QUIX
(in Rodian)
Soon.

Leia cradles Ambassador Chocolo's enormous head in her arms.

AMBASSADOR CHOCOLO
You still have a chance to flee.

He hands Leia a small blaster.

LEIA
I have to do this.

AMBASSADOR CHOCOLO
Ever the brave one.

His life slips away. Quix grabs Leia's arm.

QUIX
We're getting out of here.

They start back the way they came, but more stormtroopers appear from behind heavy machinery and cut off their escape.

QUIX (CONT'D)
(in Rodian)
We're surrounded!

IG-88
I'll generate a diversion. Prepare
for a rapid departure.

IG-88 launches a thermal detonator from his forearm.

CAPTAIN PHASMA
Take cover!

KABOOM!

The blast knocks down walls and collapses part of the ceiling.

IG-88
Evacuate. Evacuate.

As IG-88 moves through the debris, CAPTAIN PHASMA's armored glove grabs him through the rubble.

He pulls his leg up to free himself, only to drag Captain Phasma out from under the wreckage.

IG-88 attacks but Captain Phasma blasts him. He flies across the room and lands in a pile of scrap droids.

She turns her attention to Quix and Leia.

CAPTAIN PHASMA
Hand over General Leia and you'll
leave here with your life plus twice
your fee.

QUIX
(in Rodian)
Show me the money.

CAPTAIN PHASMA
I have it here.

Captain Phasma raises her blaster, but IG-88 tackles her from behind.

QUIX
(in basic)
I'll get us out of here.

Quix launches a small rocket at the stormtroopers hidden behind the machinery. The explosion topples the heavy equipment onto the entrenched stormtroopers.

QUIX (CONT'D)
Come on, we're going.

He turns to Leia to find her pistol pointed at him.

He tries to raise his gun, but LEIA SHOOTS FIRST. The Rodian falls to his knees and slumps over.

Captain Phasma and IG-88 wrestle and fight hand to hand, but fighting IG-88 is like fighting a broken lawn chair. He slams her into the wall and knocks off her helmet.

That does it. Enraged, she stands, grabs a pipe, and strikes IG-88 with a hostile vengeance.

His spindly arms attempt to land a blow, but Captain Phasma deflects each swing until she gets close enough to grab him around the neck.

His arms thrash about helplessly as she rips off his head in a shower of sparks.

Victorious, she drops his limp body and tosses his lifeless head to the side.

She turns to find a stormtrooper with her helmet in hand and Leia in binders.

CAPTAIN PHASMA
You're right, General.

She triumphantly puts her helmet on.

CAPTAIN PHASMA (CONT'D)
There is no hope for anyone.

In the background, IG-88's arm slowly reaches for his head.

EXT. AHCH-TO - JEDI TEMPLE -- NIGHT

A large ringed moon rises behind Rey as she slowly creeps up onto a rocky outcrop and spies Luke entering a badly eroded and overgrown stone temple.

INT. JEDI TEMPLE -- NIGHT

Torchlight flickers in the distance as Rey, both excited and fearful, sneaks through a long arcade. It opens up into the Hall of Knights.

With no sign of Luke, she ventures into the grand rotunda.

She looks up, mesmerized, as the moonlight shines in through an oculus that makes column shadows radiate out like spokes.

Rey moves into the center and takes it all in.

She feels something deep within her, something unfamiliar. As the feeling intensifies, she gives in and lets its warmth and comfort wash over her.

LUKE
That's the Force flowing through
you.

Rey looks toward Luke's echoing voice as he descends a grand stairway, moving in and out of light.

LUKE (CONT'D)
Like people, a place can have a strong
connection to the Force.

REY
It's beautiful.

She steps away from the center and collects herself.

LUKE
There have been many Jedi Temples,
but this was the first. Now it's a
shrine to honor the Jedi legacy.

REY
(sarcastically)
A shrine or a mausoleum?

Luke sighs with annoyance.

LUKE
The Jedi are extinct. Nothing can
change that now.

REY
You can revive it. You're a Jedi
Master.

LUKE
I'm not. I violated my oath. The
murder of the Jedi Knights and the
destruction of the academy is the
result of my negligence and failure.
Everyone suffered because of it.

REY
You can't blame yourself for the
actions of the First Order.

Luke's thoughts go dark.

LUKE
I pushed him to Dark Side.

Luke uses a quick Force push to extinguish the torches.

FLASHBACK TO:

EXT. DAGOBAH - NEW JEDI ACADEMY -- DAY

Dense vines and tree canopies already envelop the bright, new Jedi Academy.

In the lush forecourt of the institution, young Jedi practice their skills on native plant species.

Luke oversees their techniques while he lectures.

LUKE

The Force connects all living things.

A flower blossoms for a young human girl, 15, as Luke passes.

YOUNG BEN SOLO, 10, with a long black braid and the only student with a red accent on his tunic, shows off.

His tree sprouts branches, leaves, blossoms, and produces fruit. He glances around with arrogant pride.

Luke approaches with a look of disappointment. He plucks a fruit and hands it to Ben.

LUKE (CONT'D)

A Jedi does not coerce but inspires.
One cannot demand another's faith.

Luke leaves Ben with that thought. Ben grumbles, hurt by Luke's dismissal. He takes an angry bite of his fruit, but the bitter taste makes him cringe and spits it out.

REN, 8, a frail, blue-eyed boy, shutters as he tries to grow his small, wilted plant.

Luke kneels next to him.

LUKE (CONT'D)

Relax and clear your mind.

The boy sighs and closes his eyes.

LUKE (CONT'D)

Reach out with your feelings. Connect
with the seedling, like a friend.

Ren opens his eyes and lifts his hands.

Luke covertly raises a finger.

The stalk straightens and the bud billows. Ren's heart swells with excitement.

LUKE (CONT'D)

Good.

Luke backs off and lets Ren take over. The petals open and turn out but then shrivel. The leaves wilt.

Ren's eyes fill with tears.

REN

It's dead.

LUKE

It's not dead. Let's try again.

REN

I can't do it.

LUKE

Patience, young Ren. You've taken your first step into a larger world.

A shadow sweeps over the pair. They look up to see Ben and SNOKE, 50s, wealthy, well-dressed, but pale.

SNOKE

Your nephew here is quite the Jedi. I've no doubt he'll become a great Master.

Luke stands.

LUKE

Perhaps, if he can learn self-control.

Ben poorly masks an indignant look.

SNOKE

I only wish my son had half his talent.

LUKE

It comes easily for Ben. However, the true essence of a Jedi is not their command of the Force, but their restraint.

Luke musses Ren's hair. Snoke plucks Ren's seedling from ground. He looks at it with disgust and tosses it aside.

SNOKE

Restraint is not a problem for Ren with such little command of the Force.

LUKE

Some don't develop their abilities until much later in life. I didn't develop my mine until I was nineteen.

SNOKE

Perhaps Ben could help with his training during the reprieve?

(to Ben)

How would you like to come and vacation with Ren and me on Spira?

Ben's eyes light up.

BEN SOLO

Spira? I wanna go. Please, Uncle Luke. Please.

LUKE

But you haven't seen your parents once this session.

BEN SOLO

Mother's busy with the New Republic and Han, well, he's never home. I'd spend my entire vacation with Threepio trying to teach me to speak Bocce.

REN

Please, Master Luke.

Luke glances toward--

INT. SPIRA - MANSION BEDROOM -- NIGHT

A subtle sneer grows on Snoke's lips.

Ben kneels next to Ren, who lies dead on the patterned rug of his ornate bedroom next to a glowing red lightsaber. The slice that crosses through half his body smokes.

BEN SOLO

It was an accident.

SNOKE

It's not your fault, my son. He was weak. But now you must learn the ways of the Force, as my people know it. It's tradition.

EXT. SPIRA - CEMETERY -- DAY

A torch ignites a pyre.

Snoke tosses the torch into the rising flames.

Ben and Leia hold hands as Luke joins them at the front of the large gathering.

Snoke stands alone.

Ben moves toward Snoke, but Leia doesn't let go of his hand. Ben turns to her with a look of dismissiveness in his eyes. His hand slips from hers and he crosses over to Snoke.

Luke watches through the flames as Ben offers his sympathies. Snoke embraces him like a long lost son.

END FLASHBACK:

EXT. AHCH-TO - STACKED STONE HUT -- NIGHT

The flames of the pyre dissolve into the hearth fire reflected in Rey's eyes.

REY

You can't give up because of one mistake.

LUKE

Obi-Wan is dead, Han is dead, my father is dead, the future of the Jedi is dead, and I created a Sith Lord who leads an enemy far more ruthless than the Empire ever was. That's a pretty big misstep.

REY

But, this is exactly why we need you. You have to try.

LUKE

An old friend once said, 'Do or do not, there is no try.' I will not make things worse.

REY

What? That's ridiculous. Whoever said that is an idiot.

Luke gives her startled look of bewilderment.

REY (CONT'D)

If you don't risk failure, you'll never succeed at anything. I'll be your apprentice. Be a Master once again. I'll never turn to the Dark Side, I promise you.

Luke can't help but be touched by her tenaciousness. His heart warms and he feels the call back to the light.

He closes his eyes and reaches out toward her.

LUKE

The Force is strong with you. Perhaps,
even stronger than with me.

He opens his eyes again, undecided.

LUKE (CONT'D)

But, I am not convinced. Besides,
you are too old begin the training.

Luke turns back toward the fire.

REY

Too old?

LUKE

Tell Leia that you tried your best.
She'll understand. It's a shame. You
would have made a powerful Jedi.

EXT. KRANT - SPECTER BASE -- DAY

A dense forest surrounds the resistance base and the landing
field with a neat row of X-wings.

POE and BB-8 stand on the back of their signature black and
orange X-wing.

POE

Let's add redundant power couplings
to all four phase transducers.

BB-8 gleefully bleeps an acknowledgment when a squad of old,
battle-scarred X-wings screams past fast and low.

Poe looks up with a jolt as BB-8 squeals in fright.

POE (CONT'D)

Those are old T-65s.

Klaxons blare and the base goes on alert.

POE (CONT'D)

Come on, Bee.

Poe slides down the ladder and hits the ground running.

The X-wings circle the base in formation.

Soldiers with blasters line up in defensive positions.

The fighters descend upon the tarmac.

Poe runs upstream through the river of fleeing pilots and
right through the defensive perimeter.

RESISTANCE FIGHTER

Take cover!

POE

Hold your fire!

The pilot rises from the cockpit and removes his helmet to reveal WEDGE ANTILLES.

He looks down at the armed men who surround him and puts his hands up half-heartedly.

WEDGE

Whatever my wife told you, I swear
it was an exaggeration.

Poe reaches the group and waves to Wedge.

POE

Captain Antilles!

WEDGE

Poe! It's good to know I haven't
been completely forgotten.

More fighters fly by.

EXT. STAR DESTROYER *FINALIZER* -- DAY

Tie Fighters escort a TIE Avenger from the ocean planet toward the menacing Star Destroyer.

INT. STAR DESTROYER *FINALIZER* - RESEARCH LAB -- DAY

An old withered hand, laced with mechanical tendrils partially overgrown with translucent flesh from years of dependency, injects an opaque black fluid into an IV drip. The black fluid creeps along the tube and into AL-2112'S vein.

AL-2112

No. NO. NO!

AL-2112, on a table and dressed only in his black body glove, writhes in pain and pulls violently at his restraints.

He goes limp and his face changes from fearful to ghostly.

Kylo, unmasked but in his black armor and cloak, watches along with DR. GRAFT, a geriatric clone trooper assisted by a tentacle-like exoskeleton that extends to every extremity. Dr. Graft examines AL-2112's eyes and checks his vitals.

DR. GRAFT

This derivative has proven to be the most promising, with ninety-three percent effectiveness and a mortality rate of only seventeen percent.

GENERAL HUX barges into the lab. Kylo turns to address him.

GENERAL HUX

You may be the Supreme Leader's Hand, but I'm the commander of the military.

KYLO

What are you babbling about, Hux?

GENERAL HUX

Your unauthorized use of State property and personnel.

KYLO

Has General Organa been captured?

GENERAL HUX

That does not excuse your actions, and do not think for a moment that her presence here is anything short of a Resistance ploy.

General Hux sees AL-2112 on the table.

GENERAL HUX (CONT'D)

What's going on? Release that man.

General Hux pushes past Kylo and releases AL-2112's restraints. Dr. Graft moves to stop him, but Kylo holds him back. As one restraint opens, AL-2112 grabs General Hux by his throat and angrily squeezes it.

KYLO

Blind devotion without question or hesitation isn't enough. Droids are a testament to that. We need soldiers driven by passion and a genuine desire to succeed at any cost or sacrifice.

General Hux gasps and tries to free himself.

After a moment, Kylo waves his hand and AL-2112 releases him. General Hux falls to the floor and wheezes.

KYLO (CONT'D)

Start with the 501st Battalion. If all goes well, we'll administer injections to the newly acquired cadets on Raithal.

DR. GRAFT
I need more time to test viability.

KYLO
Test them in the field.

GENERAL HUX
(in a raspy voice)
These are *my* men!

KYLO
Yes, *your* men. Your men who robbed
us of our victory on D'Qar. I am
forced to compensate for your
incompetence and lack of discipline.

GENERAL HUX
One man, out of thousands! One man!

INT. KRANT - SPECTER BASE -- DAY

FINN, still in his leather jacket, pulls gingerly at a twisted nest of wires under the holographic projector.

FINN
I got it.

Sparks shoot out of the panel.

ADMIRAL STATURA waits impatiently as the projector flickers.

FINN (CONT'D)
I got it.

Finn jabs his hand inside, then slowly pulls out a hairy, rat-sized spider. Its legs flail about angrily.

He slides out and a hand is offered to him. He grabs it, and POE helps him up.

POE
Hey, Finn, how are you fitting in?

FINN
Oh, you know. I'm just doing my part
to further the cause.

Finn shows off the spider to Poe. Poe flinches. Finn tosses the spider, but it scurries back into the console.

Wedge enters as big as life. The staff crowds around him to shake hands and dish out praise.

FINN (CONT'D)
Who's that?

POE

That, my friend, is Wedge Antilles.
He's the leader of Rogue Squadron
and my trainer back when I first
joined the Republic Defense. He's
gone toe to toe with more Death Stars
than even Luke Skywalker.

The staff parts as Admirals Statura and ACKBAR greet Wedge.

ADMIRAL STATURA

I heard you retired, but I could
never bring myself to believe it.

WEDGE

Yeah, it's true, it's true, but two
weeks alone with Iella--

They all laugh because IELLA ANTILLES is an unpleasant person.

ADMIRAL ACKBAR

What brings on this unexpected visit?

WEDGE

Unfortunately, I'm here with troubling
news. Where's Princess Leia?

ADMIRAL STATURA

She's on a diplomatic mission.

Wedge holds up a data device.

WEDGE

This can't wait.

Statura, Ackbar, Wedge, Poe, Finn, and TEMMIN "SNAP" WEXLEY,
gather around the holographic projector. Wedge sees Snap and
lights up.

WEDGE (CONT'D)

Temmin, I hardly recognized you.

He gives Snap a hug/pat.

SNAP

It's good to see you too, Wedge.

WEDGE

Temmin here saved my life back on
Akiva. Look at you, a resistance
pilot. Your mother would be proud.

POE

And this is Finn.

Wedge shakes his hand with a big warm smile.

POE (CONT'D)
He's the stormtrooper who defected
from the First Order.

Wedge's grin turns disingenuous as he withdraws his hand.

FINN
Poe tells me you're quite the legend.

WEDGE
(acidly)
Yes. You're lucky to be alive.

Finn shifts uneasily and feels even more like an outsider.

ADMIRAL ACKBAR
Let's see this news you bring.

Wedge stops Admiral Ackbar from inserting the data device.

WEDGE
Admiral, do you think it wise to
have a-- *civilian* present?

POE
Sir, Finn has more insight into the
First Order than any of us.

ADMIRAL ACKBAR
His actions have proven his loyalty.

Poe reassures Finn with a hand on his shoulder.

WEDGE
(under his breath)
A loyal traitor.

Admiral Ackbar inserts the device and brings up a cropped
region of the galaxy with red-tinted swaths.

WEDGE (CONT'D)
The First Order has overrun the New
Territories and Northern Dependencies.
Their attacks are focused on New
Republic members.

Poe points to blue markers.

POE
These are the New Republic starships?
There's only one per system.

WEDGE
(hesitantly)
Yes, barely enough to hold the line.

SNAP
Where are the Star Destroyers?

WEDGE
No Star Destroyers, only fighters
and ground forces.

FINN
They've got a lot of stormtroopers,
but they're not the Empire. There is
no way they could grab and hold this
much territory.

POE
That's not their objective. Every
member of the New Republic is entitled
to protection by the Republic Defense.

WEDGE
I believe the First Order's intention
is to isolate each Star Cruiser then
overwhelm it with a fleet of Star
Destroyers.

ADMIRAL ACKBAR
If that's true, their ground forces
must be just large enough to draw in
the New Republic.

SNAP
Without the Republic Defense, there'll
be no one left to stop them.

FINN
(awkwardly defiant)
Except for us!

ADMIRAL ACKBAR
We don't have the resources to fend
off the First Order alone.

Wedge barely contains his excitement.

WEDGE
I have a plan to stop them.

He points, and the map zooms in on the Bilbringi system. It
shows the Prominence starship in orbit.

WEDGE (CONT'D)
If we assist the Prominence at
Bilbringi with a fast, coordinated
strike, we can end the skirmish
quickly.

A second starship appears next to the Prominence with
starfighters.

WEDGE (CONT'D)
Then together we hop from system to
system eliminating the invading forces
and picking up additional Star
Cruisers until the fleet is reunited.

The map zooms out. A line extends from system to system and
the red zone fades away along the path.

Admiral Statura strokes his chin.

ADMIRAL STATURA
I'd like to get General Organa's
opinion on this.

WEDGE
We need to move on this. Time is not
on our side.

ADMIRAL ACKBAR
(reluctantly)
All right. Finalize your plans.

FINN
Sir, instead of wiping out these
forces indiscriminately, we could
give them a chance to surrender. We
would take fewer losses, faster
victories, and possibly gain allies.

Everyone gives Finn an astonished look.

POE
What?

FINN
Sir, these forces are isolated from
their command, essentially abandoned.
They may be open to surrender. We'd
save a lot of lives.

WEDGE
Stormtroopers don't defect.

FINN

I did, and I'm no different than any other stormtrooper. There have to be others who want out. And, with all due respect, sir, the stormtroopers you fought were clones bred to serve and die. Today they're made up of real people. Many are torn from their families to serve against their will.

This stirs Admiral Statura.

ADMIRAL STATURA

How much dissent is there?

FINN

(sheepishly)

I only knew one other, and he was killed on Jakku. No one else dares talk about it, but we all feel it.

WEDGE

Sir, we don't have time for this.

ADMIRAL ACKBAR

I agree. Poe, ready your squadrons for the assault.

Wedge casts Finn a disparaging eye as they depart.

INT. SPECTER BASE - CORRIDOR -- DAY

Finn rushes to catch up to Poe's angered pace.

FINN

Poe, wait up.

Poe spins around.

POE

What were you thinking?

Finn stares at him dumbfounded.

FINN

I was only trying to help.

POE

Those are senior members of the Resistance. You can't talk to them like that. They deserve respect.

FINN

If I can't talk, why am I there?

POE
(exasperated)
Look. Just... do what you're told.

FINN
Like a stormtrooper. How is it that they trusted a notorious smuggler with secret missions, but I'm only trusted to sweep the floor?

POE
Han's *missions* weren't exactly sanctioned. These men have been fighting stormtroopers since *they* were born. It's going to take some time for them to see you as I do.

FINN
By that time, you'll be a hero, Rey will be a Jedi, and the war will be over. And I'll be the guy who fixed the holographic projector.

Poe grabs Finn's shoulder reassuringly.

POE
Hey... I'm already a hero.

Finn lets out a small chuckle.

POE (CONT'D)
And so are you. We wouldn't be here otherwise. Don't forget that. Now, please, for me, stay out of trouble.

Poe disappears into the briefing room.

INT. AHCH-TO - STACKED STONE HOUSE -- MORNING

Sunlight creeps across Rey's face as she sleeps on a cot. She squints and opens her eyes.

Alone, she wraps up in a blanket, her breath forming clouds.

She shuffles toward the fireplace and finds a hot breakfast.

On the mantle sit Luke and Anakin's lightsabers.

Curious, she reaches out for Luke's lightsaber, but she remembers what happened last time and hesitates.

Throwing caution to the wind, she grabs the hilt--

VISION BEGINS:

We hear Force lightning crackle and Luke's cries of pain. The room darkens into a starfield that tilts down onto a forest clearing on the moon of Endor.

Darth Vader, his breath slow and rhythmic, stands engulfed in flames. He raises his arms out, beckoning.

A newborn's cry echoes from behind.

LEIA (V.O.)
(teary)
So beautiful.

Rey turns away. The stars and moon are now outside an open bedroom balcony. The moonlight silhouettes MARA JADE SKYWALKER'S naked body propped up on an elbow in bed.

LUKE (V.O.)
(in a whisper)
No one can know.

Behind Rey, a warm light grows like a rising sun and partially lights Mara's face, smooth white skin, and flaming red hair.

KYLO (V.O.)
Traitor. Liar. Hypocrite.

Rey turns toward the light to find herself outside of the moisture farm on Tatooine where Luke grew up.

Mara now stands before her, dejected, as a hot breeze rustles her skirt and hair. Her arms cradle her pregnant belly.

HAN (V.O.)
You're safe here.

Smoke and flames grow behind her. The house is on fire--

VISION ENDS:

LUKE (O.S.)
I trust you slept well.

Rey snaps out of her trance and turns with a start.

Luke hangs up his cloak and notices the surprise that lingers in Rey's eyes. She turns back around and tries to cover.

REY
Um, yeah. Never better. I didn't know Jedi skills included cooking because this smells delicious.

Luke sits at the table and pours two cups of caf.

LUKE
I've been thinking about what you
said at the temple.

Rey joins him, and he gives her the first cup.

LUKE (CONT'D)
I believe you're right. I may no
longer be a Jedi Master, but I can
still train Jedi.

REY
You *are* a Jedi Master. You're only a
failure if you don't learn from your
mistakes.

Luke looks at her in surprise. Rey's presumptuousness
embarrasses her.

LUKE
(jokingly)
Perhaps you should be the master,
and me the padawan.

REY
Forgive me, Master Luke.

LUKE
Never apologize for the truth, but
be diplomatic in your delivery.

Rey sips her caf. It's not good.

LUKE (CONT'D)
Why do you want to be a Jedi?

REY
I hoped it would help me find my
parents. Maz says I should give up
on them.

LUKE
Maz is *usually* right about these
things, but not always. I've never
known the Force used to find someone.
My sister and I do share a connection
that can span the galaxy. Do you
know if your parents are force-
sensitive?

Rey eyes him suspiciously.

REY
I don't remember much, but maybe.

INT. KRANT - SPECTER BASE - COMMAND CENTER -- DAY

Finn wipes clear a strategic plan from a transparent tactical screen. He finds a particularly stubborn spot and scratches at it with a fingernail.

IG-88

Touchstone to Specter Base.

Finn approaches the empty comm station and presses the comm button. A hologram of IG-88 appears, his head askew.

FINN

Go for Specter Base.

IG-88

The mission has failed. General Leia has been captured, a trap set by the First Order.

Finn waves down MAJOR TASLIN BRANCE. Major Brance sees the hologram and hurries over.

MAJOR BRANCE

I'll take it from here.

Finn moves aside as Major Brance puts on a headset.

MAJOR BRANCE (CONT'D)

Touchstone, what's your status?

INT. SPECTER BASE - MEDICAL BAY -- DAY

Threepio holds a tray of instruments for the 2-1B surgical droid in the dimly lit recovery room. Three men lay in bed, and a fourth floats in a Bacta tank.

THREEPIO

...worshipped me, quite understandably, as a god. Despite their taste for human flesh, I managed to convince them that it was in their best interest--

Finn pokes his head into the room.

FINN

Can I borrow him?

He grabs Threepio and pulls him out into the corridor.

From inside the medical bay, the patients cheer.

THREEPIO

What's the meaning of this? I was in the middle of an amusing anecdote.

FINN

(in a hushed tone)

I need your help for a secret mission.

THREEPIO

What mission? I haven't heard of any secret mission.

Finn shushes Threepio.

FINN

Because it's a *secret* mission.

THREEPIO

But why must I go? I'm not a soldier. This seems highly irregular.

FINN

I-- WE need someone who is smart, experienced, and knows their way around the galaxy.

THREEPIO

I see. It is true, there are few who come close to my--

FINN

Great. Meet me at the Falcon. I'm getting us a pilot.

Finn takes off down the corridor.

THREEPIO

But-- but, where are we going?

EXT. KRANT ORBIT -- DAY

Poe leads Black Squadron from the atmosphere and toward a large collection of starfighters and the ECHO OF HOPE, an old but heavily armed Star Cruiser.

POE

As soon as we arrive at Bilbringi, go directly to the planet. Do not engage the enemy around the Prominence, *Kare'*. Let Echo of Hope handle them. Okay, sound off.

ODDY MUVA

Black Five, standing by.

L'ULO
Black Two, standing by.

SNAP
Black Four, standing by.

JESSIKA PAVA
Black Three, standing by.

KARE' KUN
Black Six, ready to *get it on!*

Poe grins as his squad cheers over the comm.

INT. STAR CRUISER ECHO OF HOPE - BRIDGE -- DAY

From his command chair, Admiral Ackbar watches Black Squadron as they take the lead through the transparisteel window.

POE
Black Squadron in position.

ADMIRAL ACKBAR
Prepare for the jump to hyperspace,
on my mark.

INT. X-WINGS -- DAY

The diverse species of starfighter pilots in the collection of squadrons, including the SULLUSTAN NIEN NUNB, psyche themselves up as Admiral Ackbar counts down.

ADMIRAL ACKBAR
Three... Two... One... Mark.

EXT. KRANT ORBIT -- DAY

Each squadron streaks away, followed by the Echo of Hope.

INT. MILLENNIUM FALCON - MAIN CORRIDOR -- DAY

Chewbacca and Finn jog up the ramp. Threepio chases after them in wonder as they head toward the cockpit.

THREEPIO
Where's the pilot?

INT./EXT. MILLENNIUM FALCON - COCKPIT -- DAY

Chewie sits in the left seat and Finn in the right. Finn straps in and Chewie starts the engines.

THREEPIO
Chewbacca can't fly the ship.

FINN
Sure he can.
(to Chewbacca)
Right?

Chewie grunts and shrugs. Finn turns to Threepio.

FINN (CONT'D)
See?

The Falcon drifts forward and drags its front landing gear along the tarmac.

The front end lifts and the ship climbs, barely missing treetops but it smashes into the Resistance antenna array.

THREEPIO
Now look what you've done, you oversized Ewok. You said you could fly this thing.

Chewie barks back defensively.

THREEPIO (CONT'D)
Well, then you should have brought Artoo. I'm no astromech.

The Falcon wobbles off into the sky, landing gear still down.

Finn white-knuckles the console while Chewie frantically steers and works the controls.

THREEPIO (CONT'D)
You'd best turn around before you get us all killed.

FINN
We can't go back. They'd hang us.

THREEPIO
Hang us? Are we fugitives? Blast my trustful nature. How am I always the one to get mixed up in these things?

FINN
Someone needs to rescue Leia from the First Order.

THREEPIO
A stormtrooper, a Wookiee, and a protocol droid, it sounds like the beginning of a bad joke. Do you even know where she is?

FINN
Not exactly, but I'm working on it.
It's what Han would have done.

Chewie gives a sad moan in agreement.

FINN (CONT'D)
I do know that she was last seen
with a mercenary that looks like a
caf machine.

Chewie growls a suggestion.

THREEPIO
The Daystar Casino? Have you lost
your Wookiee mind?

Chewie barks a retort.

THREEPIO (CONT'D)
Yes, and bounty hunters, spice
dealers, Hutt gangsters, Black Sun,
all of which despise the Resistance
almost as much as the First Order.

FINN
Well, then it's a good thing we're
fugitives. Hit it, Chewie.

The engines rev up but cut out and send the ship tumbling
end over end. It rights itself, raises its landing gear, and
jumps to hyperspace.

INT. STAR DESTROYER *FINALIZER* - VISITOR'S QUARTERS -- DAY

Leia looks longingly out at the stars through the floor-to-
ceiling transparisteel wall of her luxurious V.I.P. suite.

A Tie Fighter patrol flies past.

She turns away and resigns herself to an oversized sofa. She
sits and casually reaches under the sofa. A compartment slides
open and she removes an eight-inch vibroknife.

The door unlocks, and Kylo enters in full battle gear.

She stands and hides the weapon on herself with a
dispassionate cool. Kylo pushes up his mask.

KYLO
(sarcastically)
Mother.

Leia shocked at her son's scarred face, steps up to him and
caresses his cheek.

LEIA

Look what they've done to you.

KYLO

Spare me the concerned mother act.
Han was a much better liar than you.

LEIA

Oh, not this again.

KYLO

You're a princess and the Minister
of State for the New Republic, and
he was an outlaw and a womanizer.

LEIA

No, you're wrong. He loved me. Han
would never do that. You don't know
him like I do.

KYLO

You lie to yourself, but none of
that matters now that he's dead.

Leia slaps him and immediately regrets it. Kylo gives a little
smile of self-satisfaction.

LEIA

Ben, stop this and come home.

KYLO

I'm sure you'd like that. I must be
a terrible embarrassment to you and
your Resistance. If you really wanted
to make a difference, you'd join me.

LEIA

What?

KYLO

Your presence can influence entire
worlds. We'll unify the galaxy and
usher in a new era of peace and order.

LEIA

Under the boot of the First Order.

KYLO

How can you defend the New Republic
when you, a founder, abandoned them?
The New Republic is nothing more
than an elitist assembly of selfish
children. When I put an end to all
of that, where will you be?

(MORE)

KYLO (CONT'D)
Will you be here shaping the future,
or will you be a forgotten relic of
an insignificant faction?

She turns away from him.

LEIA
I didn't want to believe it, but you
are truly blind.

Anger swells in Kylo's face. He grabs her.

KYLO
It is *you* who lack vision, rolling
in filth, scurrying from one hole to
the next, like womp rats. Your
bumbling anarchists are no match for
the strength that comes from order
and discipline and respect.

Leia pulls the knife and brings it to Kylo's neck. A small
nick drips down the blade.

LEIA
I found it in my suite. Perhaps it
was an oversight, but how can that
be from an organization that prides
itself on order and discipline?

Kylo smiles. He twists the knife from her grip.

KYLO
We are more alike than you think.
Join me and we'll rule the galaxy as
mother and son.

LEIA
I will never join you.

KYLO
Too bad. We would have made a
formidable team, but if it's suffering
that drives you here, then you will
suffer beyond imagination.

He cups his hands behind her head and stares deep into her
eyes.

Leia squirms uncomfortably.

LEIA
No, Ben, stop.

Her agitation builds to real pain, but Kylo seems to enjoy it even though he sheds a tear. Leia struggles to get away.

LEIA (CONT'D)

No! Stop it!

He holds her tighter, closer. His breathing quickens as he digs in deeper into her mind.

Leia screams.

EXT. AHCH-TO - JEDI TEMPLE -- EVENING

Between mounds of stacked stone graves, a mist lingers and swirls around Rey's knees as she walks.

REY

Master Luke?

She approaches a single headstone set apart from the others and kneels before it. The slate is blank.

Does she dare touch it? She reaches out a shaky hand, fearful of what she may learn. Her fingertips almost touch it.

LUKE

Psychometry is a rare ability and a skill forbidden by the Jedi.

Rey turns to find Luke behind her.

LUKE (CONT'D)

Strong emotions embed themselves into objects, but their imprints are misleading out of context. Powerful emotions cloud judgment, suppress clarity, and occlude objectivity.

REY

I'm sorry. I didn't mean to be disrespectful. I just... Is this her?

Luke nods.

Rey lets that float as she builds up the courage to pry.

REY (CONT'D)

In my vision, she was pregnant--

Luke suddenly turns away, dazed.

REY (CONT'D)

(to herself)

Good job, Rey.

A strong breeze kicks up. Luke rubs his head, but the pain grows. He falls to his knees. Rey rushes to his side.

REY (CONT'D)
Master Luke, I'm sorry.

LUKE
(through the pain)
It's Leia. We're not safe. He knows.

Rey helps him to his feet. The breeze becomes gusty. Luke struggles through the pain.

LUKE (CONT'D)
Kylo. He's coming for us.

REY
Tell me you have a ship hidden away.

He looks at Rey dead in the eye.

LUKE
There is no way off this planet. We must face him. I can teach you.

REY
Are you mad? There's no time.

LUKE
There is never enough time. A Jedi's training never ends, but, for you, we'll have to skip the basics.

He holds out his lightsaber to her, but Rey is reluctant.

LUKE (CONT'D)
To walk the narrow path of a Jedi is a noble privilege. However, if you stray from the code of honor, the temptation of the dark side will forever dominate you, as it has me.

Rey stares at it, vacillating between courage and fear.

Finally, she grabs the hilt and extends the blade. A rush of excitement vibrates through her body and she raises the blade above her head with conviction.

EXT. BILBRINGI ORBIT - BATTLECRUISER *PROMINENCE* -- DAY

The Prominence, alone, burns as it fends off Tie Fighters with its turbolasers and missiles.

INT. BATTLECRUISER *PROMINENCE* - BRIDGE -- DAY

Captain Canady extinguishes a fire as a medic wraps the burned face of the comm officer. Captain Canady gets on the comm.

CAPTAIN CANADY

We're getting pounded up here. We need support. What's your status?

EXT. BILBRINGI - CAPITAL CITY -- DAY

Myri's EX-1 and her squad follow in formation as they bank and dive around toppled towers and through columns of smoke.

Casualties from both sides litter the streets.

MYRI

We've taken out their ground forces.

CAPTAIN CANADY

Stay only until the planetary defense takes over. We need you here.

MYRI

Copy that.

The squad locks onto an AT-AT's knee and fires missiles.

The AT-AT fires flak from a turret mounted on its back, but the ships disperse.

The missiles hit and the AT-AT crumbles to the ground. Tie Fighters hit and run.

Froog groans in frustration.

FROOG

The bucketheads won't engage. They're just toying with us.

ALEXA

They're trying to keep us from the Prominence.

MYRI

Rapier Two, take the squad and defend the battlecruiser. If the TIEs won't fight us as a group, I'm betting they will if I'm alone.

KORTU

Good hunting, Rapier Leader.

The team splits and rockets off into the sky.

CAPTAIN CANADY

Another vessel has just entered-

A loud bang rocks her ship and several missed shots fly by.

BG-3, Myri's astromech droid, beams an alarm.

MYRI

I see them. Just get my comms online.

Three Tie Fighters swoop in and give chase.

MYRI (CONT'D)

Let's see what you're made of.

She takes them on a wild tour through the devastated skyscrapers. She out-maneuvers the Tie Fighters, shoots down two, but attracts eight more. Fear creeps up on her.

MYRI (CONT'D)

Come on, Myri. You're better than this.

Cannon fire surrounds her as she zigzags and takes more hits. The radio crackles and BG-3 whistles with success.

POE

(radio crackles)

Whoa! That's quite the TIE rack.

Poe's black and orange X-wing swoops in and takes out two fighters, the rest scatter. Myri breathes a sigh of relief, gets her game face back on. She chases a fleeing Tie Fighter.

MYRI

Bilbringi pilot, the New Republic Defense is handing off operations to your State military.

She shoots and obliterates her Tie Fighter target.

POE

Bilbringi?

She looks over as Poe's X-wing barrel rolls and shoots down the another Tie Fighter.

POE (CONT'D)

(playfully)

I'm insulted.

Poe flies up parallel to Myri and looks over at her.

MYRI
(sarcastically)
Oh good. It's the Resistance. You're
just in time for the bars to open.

POE
Say, that's a nice ship. You should
take better care of it.

MYRI
I don't need the help of some
backrocket space cadet.

POE
What? I couldn't hear you over the
sound of me saving your astromech.

Bilbringi fighters whoosh past.

ADMIRAL ACKBAR
The Bilbringi air command has taken
over planetary operations. All
fighters report to sector two-five.

POE
Two-five, copy that.

Poe salutes Myri, banks hard, and takes off into the sky.
Annoyed, Myri lets out a low growl and follows after him.

EXT. BILBRINGI ORBIT -- DAY

Several squads from the New Republic and the Resistance join
the dogfight already in progress.

Tie Fighters focus solely on the damaged Prominence.

Cannons fire volleys as the Echo of Hope pushes into the
cloud of Tie Fighters that engulfs the Prominence.

POE
Okay, people, here's the plan. Shoot
the bad guys then go home.

L'ULO
Good plan.

Black Squadron scatters. They pick targets and engage.

MYRI
Select the easy target. Don't let
them bait you into a chase. That's
how you get killed. And *do not* fly
through debris fields. It's dangerous
and childish.

A Tie Fighter explodes and Poe whoops as his X-wing punches through the explosion. BB-8 squeals.

POE
That never gets old.

Jessika weaves and dodges to shake off a Tie Fighter.

JESSIKA PAVA
I've got one on me. I can't lose him.

POE
I got him. Bank left.

Jessika turns sharply and the Tie Fighter follows, exposing his large foils. Poe fires. Tie Fighter tumbles and explodes.

Poe engages another Tie Fighter and gives chase. Poe fires and misses as the Tie Fighter weaves. Poe lets out a small groan of frustration.

He tails it in a high-speed chase along the Prominence hull.

He gets him locked in on his computer.

POE (CONT'D)
Ah, gotcha.

Myri cuts him off, steals his kill.

POE (CONT'D)
Hey! That was my kill!

MYRI
This is not a game; it's a war. Get over yourself.

She barrel rolls away after another fighter.

POE
(under his breath)
Republic vac-head.

BB-8 tweedles in agreement.

WEDGE
Poe, we need you. They're are trying to rupture the core of the Prominence.

POE
Black Squad, on me.

Black Squadron falls into formation as they race toward the stern where Rogue Squadron fiercely fends off the kamikazes.

WEDGE

Blue Six, you're too close.

ZARI BANGEL

I can handle it, Rogue Leader.

ZARI BANGEL dives into the oncoming Tie Fighters, guns blazing. She takes out one after another in short succession.

They overrun her and a Tie Fighter foil clips her wing. They both spin out of control.

JESSIKA PAVA

Zari!

The TIE crashes into Prominence and Zari collides into another oncoming Tie Fighter.

Stunned, Jessika watches the dispersing explosion.

The last wave of Tie Fighters comes like rain. The X-wings fire but there's too many of them.

POE

Jessika! Stay focused.

KARE' KUN

There's too many of them.

POE

Stay on them.

KARE' KUN

I can't. I--

Jessika swoops in under, Kare' with her cannons blazing.

Cheeks wet with tears, Jessika grits her teeth and unloads vengeance on the suicidal Tie Fighters.

Poe frantically shoots down Tie Fighters and lets out a war cry as the overwhelming fleet barrels down on them.

From behind, hundreds of cannon shots stream past as Rapier Squadron joins the fight and finishes off the fleet in a finally of fireworks.

Poe lets out a sigh of relief.

POE

Thanks for the assist, Rapier Leader.

MYRI

Black and Rogue Leaders are to report to the Prominence.

POE
Copy, that. All Resistance squads
return to your docking bays. Repair,
refuel, and reload. This is only the
beginning.

The squadrons divide and return to their respective starships.

Poe and Wedge follow Myri to the still-burning Prominence.

EXT. AHAKISTA - DAYSTAR CITY -- DAY

Towering hotels and casinos with grand marquees light up the city, like a Los Angeles-sized Las Vegas, as the sun sets.

Street musicians and performers attract small crowds of tourists along the bustling streets.

A young, red-skinned TOGRUTA couple stops to watch a BITH quartet. The fanfar player's routine drifts as he looks up.

They all follow his gaze, slowly turn, then run.

The Falcon, upside-down, flies low over the street.

Through the cockpit window, Finn, Chewie, and Threepio hang from their seats and howl.

The Falcon banks, flips upright, and stops just above the Daystar Casino's magnificent fountain. The engines cut and the Falcon falls into the pool, soaking the onlookers.

The Falcon rises out of the water on its landing gear.

INT. MILLENNIUM FALCON - LOUNGE -- DAY

Threepio stands clad in Han's clothes and with the DL-44 blaster strapped to his thigh.

THREEPIO
This will never work.

FINN
If you're gonna look like a bounty
hunter you gotta dress like one. No
one will take you seriously if you
look like the furniture.

THREEPIO
Why can't you do this?

FINN
Because you know customs and etiquette
and six million languages.

THREEPIO
Seven million.

FINN
Exactly. Stormtroopers... we don't
get out much unless it's to shoot
something. And Chewie, he...

They look at Chewie.

FINN (CONT'D)
...his accent makes him difficult to
understand.

Chewie grunts dismissively.

FINN (CONT'D)
All you have to do is casually ask
around and see if you can find out
where Leia is being held. By the
way, you look great.

Finn sticks a fedora on Threepio's head.

INT. DAYSTAR CASINO -- DAY

Loud electronic dance music, synchronized laser lights, and
slot-machine tones fill the towering, ultramodern atrium.

Threepio enters like a boss, flanked by Chewie and Finn.

THREEPIO
This is a treacherous place. We must
all do our best to blend in.

FINN
Blend in. Got it.

Aliens from around the galaxy mill about as super-sexy chrome
droids distribute complimentary drinks.

THREEPIO
Oh, my word. I can see her data port.

Behind a grand circular bar, blue-skinned, PANTORAN go-go
dancers shake and shimmy. In the center, a DJ in a gold
helmet and a silver droid with a wide visor tops a tall
platform.

Chewie catches a scent and follows his nose to a sprawling
buffet featuring a roasted nerf turning on a spit.

FINN
I've never seen anything like this.

As they pass the dancers, they wave to Finn and summon him.

THREEPIO

The volume is uncomfortably loud.
Perhaps I should speak with the
manager. I'm sure everyone would
appreciate my intervention.

Finn gawks at the dancers and lags behind.

FINN

Uh huh.

Now alone, Threepio passes close by a slot machine. JACKPOT!
Lights flash and bells ring. A three-eyed GRAN lets out a
goat-like bleat of celebration.

THREEPIO

We must be careful not to draw any
unwanted attention. Any confrontation
could lead to real trouble.

Finn leans in as a dancer gets up close and personal.

Threepio passes an unoccupied slot machine.

THREEPIO (CONT'D)

I have no understanding why one would
participate in games of chance when
diversified investments in well-
founded businesses will yield far
greater gains with minimal risk.

JACKPOT! The JAWA at the machine next to it hops off his
seat and collects the reward as it pours onto the floor.

At the buffet, Chewie strikes up a conversation with a
reptilian TRANDOSHAN.

Threepio turns to find he's alone and does a double take.

THREEPIO (CONT'D)

Where is everyone?

He hurries down an aisle of slot machines and ignites a
cascade of jackpots. A joyous roar goes up and people scramble
for the winnings like children under a spent piñata.

On the stage, Finn gyrates with the dancers. the crowd eggs
him on. He pulls off his shirt, spins it over his head, and
whips it into the audience as the girls dance around him.

THREEPIO (CONT'D)

Chewbacca? Finn? Where are you?

An overhead drone spies on Threepio as he turns down another row and sets off more slot machines.

One particularly attractive Pantoran seductively dances up against Finn. Their lips get closer and closer. Finn closes his eyes, but Threepio pulls him away before they kiss.

FINN

Hey! What are you doing? I'm trying to blend in.

The spectators boo as Threepio drags Finn offstage only to be met with the sagging, leathery faces of three WEEQUAY, dressed in suits and armed with glowing stun batons.

THREEPIO

I deeply apologize. This was all just a misunderstanding.

With a large roar, Chewbacca appears and tosses one of the Weequay guards over a crowded Sabacc card table.

THREEPIO (CONT'D)

Oh no! Chewbacca, stop! Stop this nonsense at once.

A second guard shocks Chewie as Finn jumps him.

THREEPIO (CONT'D)

This this madness!

INT. DAYSTAR CASINO - VIP ROOM -- DAY

A triangular-headed ARCONA groans and folds cards, followed by a green-skinned, thin-lipped, DUROS and a heavy-set CORELLIAN woman in a white gown and gold necklace.

Gorga the Hutt peeks through a monocle at what looks like a winning Sabacc hand. He glances at his merger stack of chips.

Across the table, behind tall stacks of chips, in a fine suit, purple silk tie, and matching cape clasped by a gold chain, smiles LANDO CALRISSIAN. Two near-naked women stand on either side of him. In his signature, super sexy, voice-

LANDO

So, what's it going to be, Gorga?

Gorga, torn between winning and pride, goes with greed.

GORGA THE HUTT

Perhaps a line of credit? You know I'm good for it.

Lando raises a discerning eyebrow.

GORGA THE HUTT (CONT'D)
I have a nineteen-hundred series
Corellian freighter I'd be willing
to use as a retainer.

LANDO
How about the bounty on Leia Organa?

GORGA THE HUTT
Lando, I thought this was a friendly
game between friends. Now I see your
loyalty to the Resistance isn't as
detached as I was lead to believe.

LANDO
I severed my ties with the Resistance
long ago. This is just a favor for
an old friend.

GORGA THE HUTT
Your obligation to Solo died with
him, but that makes no difference to
me. The honor of my family is worth
far more than a hand of Sabacc.

LANDO
Even more than a small, but lucrative,
gas mining operation?

GORGA THE HUTT
Cloud City was lucrative before the
end of the Empire, but now--

LANDO
But now it's no longer on Bespin. It
has a new home and it's poised to
mine something more valuable than
Tibanna gas. All it needs is cheap
labor. I know you can manage that.

Gorga looks at him intrigued, but with skepticism.

LANDO (CONT'D)
Like you said, your obligation to
Jabba died with him, but aside from
that, ask yourself, 'What would Jabba
do?'

Gorga knows exactly what Jabba would do, but before he can
agree, a hologram of Finn, Chewie, and Threepio, all in
binders, projects down onto the table. METTGA, the Weequay
security guard, steps into the image.

METTGA
Your Eminence--

GORGA THE HUTT
Do you not value your life?

METTGA
I'm sorry, Your Eminence, but we
caught these three running a scam.

GORGA THE HUTT
Then kill them and don't bother me.

Lando laughs out loud.

LANDO
Those three? I find that hard to
believe. I'll tell you what; I'll
cover your losses if you turn them
over to me. I'm in need of some cheap
labor myself.

THREEPIO
Lando! Oh, thank the Maker.

Gorga slyly turns to Lando and smiles.

GORGA THE HUTT
Friends of yours?

LANDO
No, I've never had the pleasure, but
my reputation is quite extensive.

Gorga isn't buying it.

GORGA THE HUTT
I'll bet that the Wookiee is none
other than the notorious Chewbacca.
Excellent work, Mettga.

LANDO
Forget them. Let's finish this game.
Are you in or out?

THREEPIO
What?

Chewie lets out a long howl.

GORGA THE HUTT
Fine. Cloud City for the Huttslayer.

LANDO
And those three.

GORGA THE HUTT
What? No! Either Leia or the
criminals, not both.

INT. BATTLECRUISER *PROMINENCE* - LANDING BAY -- DAY

Poe slides down the ladder and looks around the spotless and modern hanger bay. BB-8 drops out of the X-wing and lets out an impressed whistle.

POE
It's not that nice.

Myri's EX-1 fighter enters the landing bay and lands nearby.

POE (CONT'D)
Wait here.

He marches toward Myri with a few choice words on his lips.

Myri climbs down, pulls off her helmet, and brushes back her hair. Poe sees her for the first time and is thunderstruck.

MYRI
(annoyed)
What are you staring at?

The black and purple BG-3 droid rolls up next to her. Poe snaps out of his daze and tries to recover gracefully.

POE
You've got a lot to learn about being
a starfighter pilot.

BB-8 rolls up behind Poe for a closer look at BG-3.

MYRI
For your information, I wrote the
book on starfighter engagement. But
of course, you wouldn't know that
having washed out of the academy,
Poe Dameron.

POE
I didn't wash out. I quit, along
with all the great pilots of the
original Rebellion. But, what would
you know about the Rebellion?

Myri, half listening, looks past him and waves.

MYRI
Hello, father.

Poe turns to see Wedge wave back. He manages a sheepish smile and half-hearted wave.

POE
(in a clenched smile)
You could have told me you were Myri.

MYRI
Where's the fun in that?

Wedge and Captain Canady approach. As Myri hugs Wedge, she flashes Poe a sneer. Captain Canady extends a hand to Poe.

CAPTAIN CANADY
Poe Dameron, you've certainly lived up to your reputation.

POE
Thank you, sir. It's an honor to serve with the Republic Defense.

MYRI
Yes, it is.

POE
Bee, contact Admiral Ackbar?

BB-8 beeps and projects a large hologram of Admiral Ackbar.

CAPTAIN CANADY
Admiral, thank you for joining us. I apologize for the delay.

ADMIRAL ACKBAR
Apologies are unnecessary, Captain.

Admiral Bashier stops to fraternize with his pilots.

WEDGE
Admiral egos, the only thing larger than their fleet.

Admiral Ackbar gives Wedge the fisheye.

WEDGE (CONT'D)
What? It's true.

Admiral Bashier approaches the waiting party.

ADMIRAL BASHIER
Admiral Ackbar, the New Republic Defense appreciates your assistance, but this cannot continue. We simply cannot protect you and fight the First Order.

ADMIRAL ACKBAR

Admiral, I commend you on your commitment to the New Republic charter, but the First Order intends to use your own standing orders against you. You must reassemble your fleet or risk losing them all.

Admiral Bashier looks at Captain Canady suspiciously.

ADMIRAL BASHIER

How did you come by this information?

WEDGE

From a Resistance agent on Valrar.

ADMIRAL BASHIER

A Resistance agent on Valrar.

WEDGE

Yes, sir.

ADMIRAL BASHIER

(sarcastically)

Are you stealing their latest advancements in logging technology?

WEDGE

That information is classified.

ADMIRAL BASHIER

Despite any rumors you may have heard, the New Republic Defense has this situation under control. However, interference from rogue factions could undermine our abilities to operate effectively.

WEDGE

Rogue faction? The only reason the New Republic Defense exists is because of us. When I was at Yavin 4-

MYRI

Dad, nobody wants to hear your war stories. You're embarrassing yourself.

The men shift uncomfortably. Wedge's anger grows.

WEDGE

(with restrained fury)

That's your mother talking.

ADMIRAL BASHIER

We're done here.

Admiral Bashier turns and leaves. Myri follows close behind. Captain Canady reluctantly turns and joins them.

ADMIRAL ACKBAR

It's *your* ego that can't be contained.
You need to fix this, Captain.

Admiral Ackbar's hologram disappears. Wedge, frustrated and a little embarrassed, turns to Poe for some validation.

WEDGE

I say let the Republic learn their lesson. When they come crawling back, then we'll be the ones in command.

POE

We can't do it alone.

WEDGE

We defeated the Empire alone, with instinct and action, not meetings and memos from bureaucrats.

POE

When the Rebellion was ten times our size and it still cost billions of lives. We have the experience. They have the firepower. We need to unite.

WEDGE

Tell that to Bashier. He's the one being unreasonable.

POE

If we can't collaborate, we'll just participate. They have no authority over us.

Wedge's mood lightens.

WEDGE

That'd put a buzz-beetle in Bashier's beret, but the admiral won't be tipping his hand to Canady any longer. How will we track them?

CUT TO:

With one foot on the ladder, Poe straightens from his cockpit and tosses a device to Wedge who gives it a curious look.

WEDGE (CONT'D)

An Imperial tracker, where did you get this?

Poe jumps down from the ladder.

POE
Chewbacca found it on the Millennium
Falcon.

Wedge gives Poe a one-armed hug.

WEDGE
Devious. You're like the son I never
had. Where should we install it?

Poe looks over at Myri's starfighter.

POE
I know just the place.

EXT. AHCH-TO - FOREST -- DAY

Blindfolded and surrounded by birdsong, trees, and rays of sunlight, Rey swings her lightsaber in swift-measured movements. Luke watches with a critical eye.

Rey parries, spins, and attacks with a difficult move. She lands off balance and stumbles into a tree.

LUKE
Stop there.

Rey lets out an exasperated sigh.

LUKE (CONT'D)
When your mind is unbalanced, your
body will follow. First position.

He uses a long, thin stick and taps her arms and legs into their proper position when they simultaneously sense a presence in the Force.

Rey pulls off her blindfold and raises her lightsaber, but Luke steadies her.

Through the trees, an eight-foot tall, white stag-like ASHLING, with an immense twisted rack finds a patch to graze.

Luke and Rey watch from behind a large tree.

LUKE (CONT'D)
(in a whisper)
The ashling are Force-sensitive,
like many creatures of this world.
Clear your thoughts and reach out to
him with your feelings.

She closes her eyes and concentrates. Slowly, she senses its heartbeat. It grows from a murmur into deep pounding.

The stag senses them and looks up. The heartbeat quickens.

LUKE (CONT'D)

Go to him. Do not be afraid.

Rey steps out into the clearing and slowly approaches the beast with a hand full of long grasses.

He lowers his antlers, paws at the ground, and gives a threatening snort. His muscles ripple and flex.

Rey hesitates. The ashling becomes more agitated. Luke takes an intervening step but stops as Rey regains her confidence.

Only a few inches away now, she offers up the grasses. The stag sniffs suspiciously and gives an unsettling grunt. After a moment, he sniffs them again.

His lips snap noisily as he grasps the greens. Chewing, he sniffs Rey's face and pushes her gently with his nose. Rey slowly reaches out and strokes his muzzle.

She turns back to Luke with a victorious smile. Luke nods.

INT. STAR DESTROYER *FINALIZER* - ASSEMBLY ROOM -- DAY

Kylo and General Hux rise in tandem before the giant projection of Snoke as he looks down on them from his throne.

SNOKE

General Hux, I'm uncomfortable with most of our military resources engaged in your operation. Your overreach has left us defenseless.

GENERAL HUX

Supreme Leader, the Resistance has allied their forces with the New Republic as I anticipated. When their defensive capabilities are depleted, we'll overwhelm them with a massive attack.

He pounds his fist in his palm for emphasis.

SNOKE

You underestimate the influence of the Resistance. Crush them now, before outlying planetary forces come to their aid.

GENERAL HUX
Yes, Supreme Leader.

SNOKE
Why is General Organa still alive?
We know the location of the Resistance
and Skywalker, do we not?

KYLO
She may be lying about the location.

Snoke glowers.

SNOKE
General, I wish to speak to my
apprentice alone.

GENERAL HUX
As you wish, Supreme Leader.

General Hux turns and flashes Kylo a smug smile as he leaves.

SNOKE
I'm disappointed. I thought we had
finished your training, but you still
resist. Do you need more *guidance*?

KYLO
No, my master. Through your strength,
I have shed the last of Ben Solo.

SNOKE
That is for me to determine.

KYLO
What more must I do?

SNOKE
Destroy Luke Skywalker and bring the
girl to me. Afterward, you'll dispose
of General Organa.

KYLO
I will not fail you.

SNOKE
Have your knights accompany you.

KYLO
Master, that is not necessary.

SNOKE
This may be our only opportunity. I
will not risk losing him again. He
must not survive.

Snoke sits back in his chair.

SNOKE (CONT'D)
I sense an uneasiness in you.

KYLO
I fear some in the First Order are
working against me.

SNOKE
As you should. Someone will always
try to depose you, just as you hope
to depose me.

KYLO
Master, I would never-

SNOKE
I can sense it, and I expect nothing
less. It's what drives men like us.
And when that day comes, you had
better be ready, because I will not
hesitate to destroy you.

EXT. AHAKISTA - DAYSTAR CASINO -- DAY

Under the dripping Falcon, the valet droid squawks and groans
angrily at Lando. Lando rudely tosses credits at the droid.

LANDO
For your trouble.

The droid continues to complain as the security guards toss
Finn and Threepio at Lando's feet.

Mettga, with a long Gaderffii stick, Pushes Chewie. Chewie
rips it from his grip and snaps it in two.

Mettga back away slowly.

LANDO (CONT'D)
Do you have any idea how long it
took me to get in that game?

THREEPIO
Sir, I deeply regret-

LANDO
What are you doing here, Threepio?

FINN
We're trying to rescue-

LANDO
Did I ask you?

THREEPIO

General Leia was captured by the
First Order-

LANDO

Captured, *Leia*? Who told you that?

THREEPIO

Well, he did, sir.

FINN

It's true.

Lando sizes him up.

LANDO

And who the hell are you?

FINN

Finn.

LANDO

Finn? That's it? Just, Finn?

THREEPIO

His full name is FN-2187.

Finn winces at the sound of his old designation.

LANDO

Stormtrooper?!!

Lando pulls his blaster. Finn throws his hands up.

FINN

Don't shoot. I'm not a stormtrooper,
not anymore.

LANDO

Stormtroopers don't defect.

FINN

Yeah, do you know why? Because any
stormtrooper who fails to follow
orders goes to re-education. Many
don't return. I couldn't go through
that, not again.

A hint of doubt enters Lando's mind.

LANDO

Who authorized this mission, Threepio?

THREEPIO

Well sir, to be honest, it was Finn
who--

(humbled)

who informed me of the mission.

LANDO

That's what I thought. Chewie, lock
him in the cargo hold. We're taking
him back to the Resistance.

Chewbacca begrudgingly obeys.

INT. AHCH-TO - GROTTO -- DAY

Rey's foot dips into the still water. Ripples cascade and shimmer, and a single drop echoes. Tree roots and scattered daylight poke through the high ceiling of the creepy cave.

She faintly hears-

REY'S VOICE

(whispering)

Rey.

Rey stops and listens intently. Did she really hear that?

Drip.

She strains to see into the shadows.

REY'S FATHER

Rey.

She definitely heard it. She ignites her lightsaber, holds it up for extra illumination and wades deeper into the water.

REY

Master Luke?

She sloshes slowly through the pool.

A black tentacle slithers past her in the knee-high water. She jerks away from it and holds out her blade ready to strike, but it disappears back under the water.

REY'S MOTHER

We've come for you.

A feminine silhouette moves from shadow to shadow. Rey squints at the figure.

REY

M-- Mom?

Rey moves toward the shadow.

Kylo's signature red lightsaber appears with a snap-hiss. The red glow reflects off his mask. Rey gasps.

KYLO

What are you afraid of? The Force is not dark or light. It is the Force.

Rey positions herself to fight.

REY

I'm not afraid.

Next to Kylo, two yellow sabers extend and illuminate a woman in black, form-fitting armor and helmet with chrome trim.

KYLO

I can teach you things.

Fear creeps up on Rey, and she takes a step back. The pool begins to churn.

An electrostaff crackles with blue electricity. A man in worn, black stormtrooper armor with a modified helmet and a poncho draped over one shoulder, steps to Kylo's right.

KYLO (CONT'D)

Secrets he's keeping from you.

Rey takes another step back. Black tentacles rise all around her. They grab and pull her down onto her hands and knees.

Her lightsaber glows below the surface and boils the water around it.

She strains against the beasts and cries out. Another tentacle wraps around her face and head, and they pull her into the depths of the pool.

The pool waters calm.

Drip.

EXT. AHCH-TO - ISLAND COASTLINE -- EVENING

In deep contemplation, Luke looks out over the water from high atop a cliff.

Rey, soaked and shivering, marches mad as hell toward Luke, red pockmarks on her neck and arms.

REY

I could have been killed!

LUKE

And yet, here you are.

REY

You're supposed to be training me!

Luke turns to her, calmly.

LUKE

And you're supposed to be learning.

He hands her his cloak. Rey grabs it thanklessly.

LUKE (CONT'D)

You were afraid, and now you're angry.
You know where this leads.

REY

I'm not angry. I just don't
understand. You could have at least
warned me about those, those things.

Luke gives her a reassuring smile.

LUKE

You don't understand? That's good.
You've chosen knowledge over hatred.
Those *things* are Sarmin. They use
the Force to sense fear and find
prey, as do all creatures of the
Dark Side. This is why you must
control your emotions and trust your
feelings.

REY

You want me to control my emotions
and trust my feelings?

LUKE

Emotions are internal, passionate,
and selfish. They blind you to the
truth and influence your decisions.
Feelings are benevolent and
empathetic. Combined with the Force,
your feelings will enhance your senses
and predict your opponent's behavior.

Rey still looks indignant. Luke grabs her shoulders.

LUKE (CONT'D)

Learn from your mistakes. When you
confront the Dark Side, you must
have no sign of fear or hate, or
they will consume you.

INT. STAR DESTROYER FINALIZER - DOJO -- DAY

A dim light around the perimeter of the octagonal room illuminates racks of weapons and a variety of battle droids.

Under a single light in the center, Kylo, shirtless, practices a complicated kata. His back covered in new scars from punishment lashes. He returns to his first position.

KYLO

Run scenario Skywalker Two.

A combat droid powers up and ignites a green lightsaber. A hologram of Luke, as he was when he defeated Darth Vader, projects over the droid.

Kylo attacks and they re-enacts the final battle between Darth Vader and Luke Skywalker. The holo-luke droid gets a swipe in across Kylo's chest, leaving a pale-red burn.

Kylo cries out, more in anger than pain. He then attacks the droid with a barbarous rage. The droid tries to defend itself.

He cuts off the droid's right hand and kicks him in the chest. The droid falls backward and Kylo hacks him to pieces.

The rest of the droids watch expressionless over Kylo's bloodcurdling wail and the slashes of his lightsaber.

INT. STAR DESTROYER FINALIZER - CONTROL ROOM -- DAY

Above the docking bay, General Hux and Captain Phasma watch Kylo and his knights board the black Command Shuttle.

CAPTAIN PHASMA

She tried to kill him with a vibroblade.

He turns to her in surprise. She presents the blade.

CAPTAIN PHASMA (CONT'D)

Supposedly she found it in her stateroom. Kylo suspects this is your doing, as do others.

GENERAL HUX

(grumbling)

Of course, *he* does. Do you?

CAPTAIN PHASMA

It makes no difference to me; I'm merely making a report.

GENERAL HUX

You brought her here. You find the traitor. I don't care how. And Captain, the speculation ends now. Anyone caught repeating such filth is to be shot.

CAPTAIN PHASMA

Sir, if you have any doubt about your reputation, rest assured that the men are behind you... *completely*.

He tries to read her meaning, but only sees his distorted reflection in her helmet.

CAPTAIN PHASMA (CONT'D)

You have their respect and *loyalty*. Fear is a powerful motivation.

GENERAL HUX

Fear?

CAPTAIN PHASMA

Fear of Dr. Graft and the augmentation the 501st has undergone.

GENERAL HUX

Yes, I also find it unsettling, but that is not their concern, nor yours. Thank you, Captain.

She leaves as General Hux turns away with a scowl and watches Kylo's black shuttle pass through the magnetic shield.

EXT. HALMAD ORBIT -- DAY

The Prominence, flanked by X-wings streaks out of hyperspace to find the Intrepid on fire inside a swarm of Tie Fighters.

ALEXA

Where are our starfighters?

KORTU

Destroyed.

MYRI

Turnabout is fair play. Work the perimeter. When I draw them out, ambush them.

Myri swoops in along the ship and picks off easy targets. Several Tie Fighters give and she leads them away.

Rapier Squadron follows and blasts her pursuers.

The Prominence moves in close to the starboard side of the Intrepid as its turrets take out Tie Fighters.

As Tie Fighters move to the port side, the X-wings follow and attack them in a chaotic dogfight.

Myri zooms through the pack and knocks off Tie Fighters. X-wings nearby, are not so lucky.

ALEXA

There's too many of them.

MYRI

Pull back and regroup.

FROOG

They're right on top of me.

MYRI

I'm almost there. Bank right!

Two Tie Fighters shoot and Froog's ship explodes as Myri arrives too late. The Tie Fighters split. She follows one.

It spins and zigzags about, but her targeting computer finally gets a lock until an alarm goes off and blasters hit her from behind.

MYRI (CONT'D)

They're on me.

She pulls up and flips about, but takes more hits. BG-3 tweedles in a panic as her ship smokes. An alarm signals a weapons lock, but the Tie Fighter explodes.

POE

Can't live without me.

Myri ignores him.

He looks over the damage to her ship.

POE (CONT'D)

I don't think that's going to buff out, but at least you look like a *real fighter pilot now*.

(after a moment)

What's wrong?

MYRI

Froog's gone. I hadn't lost anyone until now.

POE

I'm sorry, Myri. Want some payback?

Myri gets control of her emotions and becomes determined.

MYRI

Yes.

POE

I'll follow your lead.

Myri dives into a thick swarm and unleashes a reckless firestorm. Poe struggles to maintain her trail as he protectively blasts her pursuers.

POE (CONT'D)

Myri, it's getting pretty hairy.
Save some of that fight for later.

Two Star Destroyers flash into orbit over their heads.

Tie Fighters launch from the landing bay as large turbolasers target the INTREPID.

MYRI

Oh no.

EXT. KRANT - SPECTER BASE - REAR ENTRANCE -- NIGHT

Through the tree line, the dimly lit Resistance base hides quietly surrounded by the sounds of woodland creatures.

The Falcon rumbles by overhead. Its engine moan fades.

A twig snaps and a hidden sentry droid's lights pop on.

It cycles through different frequencies as it scans the woods.

Through a thermographic sensor, it finds a glowing orange figure, then a white flash.

A bolt punches through the droid's head. Its lights go out.

INT. SPECTER BASE - SECURITY STATION -- NIGHT

A perimeter alarm flashes on the base map and cadet NISHA, a young, female, hammer-headed ITHORIAN logs the event.

NISHA

Sir. We've lost contact with SD-34.

Security chief, CYPRISS, looks over her shoulder.

CYPRISS

It's probably that pack of scaregs
again. Send a team to check it out.

EXT. SPECTER BASE - LANDING ZONE -- NIGHT

Lando, Chewie, and Threepio escort Finn off the Falcon, in a pair of binders, to a waiting armed detail.

LANDO
I believe this is yours.

GUARD
We'll take it from here, General.

FINN
You're making a mistake. I'm not a criminal.

KABOOM!

A fireball billows up from behind the base.

Sirens sounds.

LANDO
Go! I'll watch him.

The team hops onto their speeder and takes off to the base.

LANDO (CONT'D)
I don't like the looks of this,
Chewie. Start refueling the Falcon,
we may be leaving in a big hurry.

INT. SPECTER BASE - REAR ENTRANCE -- NIGHT

THE KNIGHTS OF REN, in heavy black battle gear and armed to the teeth, enter the base through the flaming remains of a reinforced blast door.

A hulk of a man, TAUG REN, 30s, holsters a rocket launcher.

Resistance troops, scattered about the large maintenance bay, take cover and open fire on the intruders.

ARIGAV
Taug!

ARIGAV REN, in a hooded black cloak and skull-like mask, tosses a battle-ax to Taug, ignites a purple lightsaber, and deflects incoming blaster bolts in one fluid movement.

The soldiers duck, but one catches a ricochet in the chest.

Taug grasps the handle. The blade spins chainsaw-like.

BEZ MILOSTI REN, in a long black coat and single shoulder pauldron, scales a chain to a catwalk and snipes Resistance fighters from above with a long gun.

Taug slashes through the posts of an overhead crane.

Resistance soldiers scramble from their cover as it falls.

MYRKKY REN, with two bandoleers of plasma clips and thermal detonators, extends a stiletto style vibrobayonet from his repeating blaster. He slides behind a barrier, slashes and stabs two Resistance soldiers, then shoots down fleeing enemy.

The soldiers escape through a slowly closing fire door.

MYRKKY

Skhal! The door!

SKHAL REN, with his blue tipped electrostaff, wedges it under the closing door but saves only a small opening.

TAUG

Move, Skhal. I'll blast it.

ARIGAV

No! You'll collapse the opening.

LASCENDU REN runs toward the door.

SKHAL

Lascendu, no!

She slides under feet first through the opening.

On the other side, she springs up into a maelstrom of blaster bolts. She ignites her two yellow lightsabers and deflects the shots at the Resistance soldiers.

Taug grabs the door and struggles to lift it up. Bez Milosti strolls up to watch but offers no help.

ARIGAV

Myrkky! Get through there.

MYRKKY

I don't take orders from you. Send Bez Milosti, he's not doing anything.

BEZ MILOSTI

It sounds like Arigav is going to challenge Kylo again?

ARIGAV

Someone's got to do his job.

TAUG
 (grunting)
 Will you two stop fighting?

Alone, Lascendu uses her lightsabers to deflect blaster bolts. Entrenched soldiers, several of which lay dead on the floor, continue to fire in vain.

As another soldier catches a shot in the chest, the others give up escape deeper into the base.

Lascendu turns back to the door and hits the lock.

When she touches the switch, she sees Rey's face flashes for an instant.

The door swishes open and Arigav leads the others on, but Skhal checks on Lascendu who stands dazed in the doorway.

SKHAL
 Are you okay?

She blinks back her attention.

SKHAL (CONT'D)
 Another vision?

LASCENDU
 Maybe. No. It's nothing. Come on,
 let's get this done.

EXT. AHCH-TO - HILLSIDE -- DAY

Storm clouds roll in. As the ashling finds a tuft of grass to dine on, it senses danger and looks up.

Kylo's black command ship glides past and sends the great white stag running.

The ship folds its wings and lands.

INT. JEDI TEMPLE -- DAY

Luke and Rey's lightsabers clash in the Hall of Knights. Luke lunges and Rey deflects then feigns an attack.

Luke drops his guard and Rey pauses. Luke stares at nothing.

LUKE
 He's here. It's too soon. You need
 to hide.

REY
 Hide? Hide? I thought that the whole
 point of this was to confront him.

LUKE
You're not ready, not yet.

Luke leaves a disappointed Rey in the center of the hall.

EXT. JEDI TEMPLE - PROMENADE -- DAY

Kylo stands at the base of the steps and looks up through his mask as Luke appears at the top. He looks down at Kylo with a warm smile.

LUKE
(jokingly)
You have my father's eyes.

Kylo climbs the steps. Thunder rolls in the distance.

LUKE (CONT'D)
I won't fight you.

KYLO
Then you'll die a coward.

LUKE
I'm surprised you're here alone.
It's not like Snoke to act without precautions. You do not possess the full strength of the Dark Side. The light is still in you. Even Vader couldn't eliminate it completely.

Kylo ignites his blade as he reaches the top. Luke makes no movement even as Kylo comes face to face with him.

KYLO
I will purge any light when I strike you down and extinguish the Jedi forever.

Kylo tries to strike, but Luke's blade, seemingly from nowhere blocks it. They glare at one another through crossed blades.

LUKE
Even if you do defeat me, my death will not extinguish the Jedi.

KYLO
Where's the girl?

LUKE
You're too late. I've already prepared her for you.

KYLO

She's no Jedi. She's not even a
padawan. The only thing she'll become
is an unmarked grave.

Kylo attacks with a flurry of swipes. Luke deflects the
attacks in a Zen-like state. Lightning flashes and thunder
booms.

Kylo's face contorts as his anger swells in attack after
attack. Luke stays calmly on the defensive.

Kylo overextends his thrust, and Luke easily pushes him over.
Kylo falls embarrassingly to the ground.

LUKE

After all those years, do you remember
nothing I've taught you?

Kylo looks up at Luke as he catches his breath.

LUKE (CONT'D)

You fear her, Rey. I can feel it.

KYLO

I'm not afraid of her.

LUKE

You're afraid of her potential, what
she might become.

KYLO

NO!

Kylo hurls himself at Luke in one great leap.

EXT. KRANT - SPECTER BASE - LANDING ZONE -- NIGHT

Waves of people flee past the Falcon toward the transports.

FINN

What's happening?

LANDO

Quiet, you.
(to Threepio)
What's happening?

THREEPIO

It looks like they're evacuating.

LANDO

You're a fountain of knowledge.

Artoo appears out of the crowd.

THREEPIO
R2-D2! Am I glad to see you.

He beeps and whistles urgently.

THREEPIO (CONT'D)
Good Heavens! He says The Knights of
Ren are attacking the base.

LANDO
Where's Leia?

Artoo lets out a saddened series of tones.

THREEPIO
Captured.

FINN
See? I told you.
(to Chewie)
Didn't I tell him? I told him.

Lando flashes Finn a look of annoyance. An explosion and the sound of a firefight erupt from the base.

LANDO
Come on. Maybe we can buy some time.

INT. MILLENNIUM FALCON - LOUNGE -- NIGHT

Lando pushes Finn onto the bench seat.

LANDO
Watch him, Artoo.

Artoo produces his electric prod.

LANDO (CONT'D)
(to Threepio)
Can you operate the cannon?

THREEPIO
I'm not a battle droid.

Finn stands.

FINN
I can fire those cannons.

Artoo shocks him back onto the seat.

FINN (CONT'D)
Ow!

He moves to shock him again.

LANDO

Wait Artoo.

Lando removes the binders against his better judgment.

LANDO (CONT'D)

One misfire, and I'll have Chewie
remove your head.

Chewie gives a sympathetic moan.

LANDO (CONT'D)

Whose side are you on?

Finn climbs down the ladder and into the quad cannon turret.

EXT. SPECTER BASE - LANDING ZONE -- NIGHT

The Falcon lifts and circles toward the building.

Finn fires at the Knights as they emerge from the huge doors.

Skhal deflects a shot, but the others explode around them
and force them back inside.

Finn fires at vehicles and equipment to create a burning
barrier between the Knights and evacuees.

Taug pulls his rocket launcher and fires at the Falcon.

INT. MILLENNIUM FALCON - TURRET -- NIGHT

Finn's eyes widen as warning alarms beep.

FINN

Incoming!

EXT. MILLENNIUM FALCON -- NIGHT

The impact rocks the ship and almost sends it into the forest,
but Lando pulls out of the dive.

INT. MILLENNIUM FALCON - COCKPIT -- NIGHT

Alarms beep and flash as the console sparks and smokes. Chewie
howls and flips switches to mitigate the damage.

THREEPIO

We've lost our shield generator.
Another hit and we're done for.

Through the window, Lando sees the transports lift off.

LANDO

All right, let's get out of here.

EXT. SPECTER BASE -- NIGHT

The Falcon swoops and makes for the night sky.

Bez Milosti and Arigav appear as Taug aims his rocket at the scattering white whale-like GR-75 medium transports. He can't decide which one to fire upon.

LASCENDU

That one. The others are nearly empty.
I can feel it.

Taug's computer struggles to lock onto the target. Bez Milosti grabs the rocket launcher away from Taug and fires quickly.

The transport slips away, out of sight.

Bez Milosti tosses the launcher back and Taug and walks off as the transport explodes in the distance.

EXT. AHCH-TO - JEDI TEMPLE - PROMENADE -- DAY

Kylo wears down Luke with raw power. Luke struggles to disperse one brutal strike after another.

Kylo sneaks in a punch to the side of Luke's head. Luke stumbles but regains his balance as Kylo gives him another barrage of attacks.

Luke finally Force pushes Kylo off the temple promenade.

Kylo hits a wall of rock and falls to the ground. Luke takes the lull to catch his breath and rub his face.

Kylo stands, ready to go again.

KYLO

The Jedi have made you weak.

LUKE

And Snoke has made you a slave.

KYLO

What kind of life has no emotion, no passion, nothing but blind obedience to a set of rules? That's the life of a slave. If you only knew the power--

LUKE

Oh, I know it. I've seen what it can do and seen its wake of destruction. You are in your final days.

KYLO

This is only the beginning.

Kylo stands ready to attack again.

LUKE

Snoke knows you'll never fully turn.

(realizing)

He doesn't want Rey dead. He wants her to replace you.

KYLO

That will not happen.

LUKE

He will kill you.

KYLO

Not if I kill him first.

LUKE

Ben, He'll *never* let you take his place. Never. There is too much of me in you. Even if you do kill me and Rey, Snoke will find someone to replace you.

Kylo stares at the ground and takes this in.

Rain begins to fall.

LUKE (CONT'D)

There is a way you can defeat him.

Kylo looks up. Luke extends a hand to him.

LUKE (CONT'D)

Come back to us, it's not too late.

Kylo stares at Luke's coaxing hand.

KYLO

I-- I can't. I killed my father.

LUKE

I know, Ben. I also know Han loved you, and he wouldn't have it any other way if it meant your return.

Kylo sheaths his sword and starts toward Luke. Luke gives him an exhausted and forgiving smile.

Thunder rolls.

Kylo reaches out toward Luke.

KYLO
I won't go back.

Luke's smile fades and Kylo sends Force lightning at Luke. Luke raises his blade to deflect the bolts, but his prosthetic limb shorts out. The lightsaber flies from his hand.

Kylo gives him another blast of Force lightning. Luke cries out and writhes in pain. He crawls toward his lightsaber on his belly. His prosthetic hand malformed and disabled.

Kylo, with clenched teeth and an evil grin, continues to shock Luke over and over again.

Luke reaches over a toppled column toward his hilt, but another blast leaves Luke slumped over the stone, unmoving.

Kylo casually walks around and picks up Luke's lightsaber. He examines his trophy with pride and ignites the blue blade.

KYLO (CONT'D)
How fitting it is that you should
die by your father's sword.

Kylo hovers the blade over Luke's neck then raises it above his head. He hesitates.

KYLO (CONT'D)
Goodbye, Uncle Luke.

He brings it down hard, only to be stopped by Rey's green blade. Kylo and Rey's eyes meet. He slams his shoulder into her side and she stumbles backward but doesn't fall.

Kylo spins his blade with pompous swagger.

KYLO (CONT'D)
So, you think you're a Jedi?

Rey positions herself between Kylo and Luke and takes her practiced stance. She does her best to tamp down her nerves, but her fear is obvious.

REY
Yeah. I'm a Jedi, a powerful Jedi,
but merciful. If you leave now, I'll
allow you to live.

Kylo smiles with amusement.

KYLO
No. I'm ready to die. Are you?

Kylo attacks with Luke's lightsaber and Rey deflects. She recovers in time to parry another attack. Kylo enjoys himself.

He lets out a series of attacks that force Rey to give up ground, but she leads him away from Luke.

Kylo's attacks come faster and more aggressive. Rey can barely keep up until she spots an opening and swings.

Kylo blocks her strike, but his anger erupts and he goes berserk. He scores a hit across Rey's shoulder.

Rey spins and retreats into a narrow passage of the temple.

REY
(to herself)
The Force is with me. The Force is
with me.

Kylo slashes at the walls as he follows her inside.

Rey turns left and right until she exits at the edge of a cliff. Kylo rounds the last turn.

KYLO
You won't be the first Jedi I've
killed, but you will be the last.

He advances on her, determined. Rey looks fearless but clearly, favors her injured shoulder.

Kylo stops. He looks worried. Confidence boosted, Rey stands taller with her blade high.

Kylo turns and runs. Rey amazed, hears a loudening roar of engines. She turns to see the Falcon rise above the temple.

INT. MILLENNIUM FALCON - TURRET -- DAY

Finn, in the gunner seat, locks onto Kylo.

FINN
This is for Nines, Slip, and Zeros.

EXT. JEDI TEMPLE - PROMENADE -- DAY

Finn fires and Kylo ducks back into the temple as stone shatters from the blasts.

Without landing, the Falcon's ramp lowers with Chewie on the edge. He reaches out with his paw.

REY
We have to get Luke.

With no place to land, the Falcon circles the promenade and Chewie hops out near Luke. The Falcon hovers and Rey watches from the ramp as Chewie carries Luke's limp body.

INT. MILLENNIUM FALCON - COCKPIT -- DAY

Lando holds the stick steady.

REY
Okay, we're in.

Lando flips a switch above him and pulls the yoke.

EXT. JEDI TEMPLE - PROMENADE -- DAY

The Falcon's ramp closes as it banks and departs.

EXT. HIGHLANDS -- DAY

Kylo sprints across an open field littered with rock outcroppings.

The Falcon closes the gap between them.

Kylo looks back as it is almost on top of him. He quits running and ducks into a grouping of stones.

He looks out as the Falcon flies past and toward his black command ship.

KYLO
No.

Kylo steps out of his cover as the Falcon fires on his ship.

KYLO (CONT'D)
No!

It launches a concussion missile and blows the ship to hell.

KYLO (CONT'D)
Nooooooooo!

Kylo falls to his knees in defeat as the Falcon rises up into the overcast sky.

EXT. HALMAD ORBIT -- DAY

The two Star Destroyers pummel the Intrepid. Only a few cannons fire on the Echo of Hope and Prominence.

INT. STAR CRUISER ECHO OF HOPE - BRIDGE -- DAY

Admiral Ackbar watches the battle from his captain's chair.

ADMIRAL BASHIER
Extend your deflector shields around
the Intrepid. We can take the hits.

ADMIRAL ACKBAR

Yes, Admiral.

(to his officers)

Divert all auxiliary power to the forward deflector shields and keep trying to hail-

COMM OFFICER

I've got the Intrepid, sir.

FREELAND (V.O.)

(broken up transmission)

This is acting Captain FREELAND.

INT. DREADNOUGHT *INTREPID* - BRIDGE -- DAY

Red lighting washes over the dead crew and scorched superstructure. A fire suppression droid uses a dry fog to extinguish flames.

A bloodied and burnt FREELAND leans on the flight console.

FREELAND

Our main cooling system has breached and it's only a matter of time until the power cores destabilize. The rest of the crew is evacuating.

INT. BATTLECRUISER *PROMINENCE* - BRIDGE -- DAY

Admiral Bashier looks out at the crippled Intrepid.

FREELAND (V.O.)

I'm going to scuttle the ship and take these bastards--

The communication goes dead. Admiral Bashier stands with alarm and he stares out at the burning Intrepid.

ADMIRAL BASHIER

Port deflector shields to maximum!
Fire maneuvering thrusters! Get us away from the Intrepid.

EXT. DREADNOUGHT *INTREPID* -- DAY

The Prominence and Echo of Hope split as the Star Destroyers move closer, concentrating their firepower on the Intrepid.

Escape pods eject and fly off toward the planet. Tie Fighter move to intercept and destroy them.

POE

All fighters get clear of the Intrepid. Defend the escape pods.

The fighters scatter.

The Intrepid fires its thrusters and charges forward.

INT. STAR DESTROYER - BRIDGE -- DAY

The stiff STAR DESTROYER COMMANDER loses his composure as the Intrepid collides with the lead Star Destroyer.

STAR DESTROYER COMMANDER
Maximize shields! Brace for impact!

The bridge crew works frantically and klaxons blare.

Through the window, the two hulls scrape against each other. The Intrepid explodes. The Star Destroyer commander reflexively holds up his arms against the explosion and yells.

EXT. STAR DESTROYERS -- DAY

The collision and core explosion obliterates the lead Star Destroyer and critically damages the second.

Debris bombards both the Echo of Hope and the Prominence and shoves them away from the blast.

INT. STAR CRUISER *ECHO OF HOPE* -- DAY

Alarms flash and sound. The bridge crew works fast.

COMMADOR META
Multiple hull breaches, but the pressures doors are holding.

OFFICER BYCK VAVSON
Admiral, we're losing altitude.

ADMIRAL ACKBAR
Engage the repulsorlifts.

COMMADOR META
Sir, the repulsor coils are offline.

ADMIRAL ACKBAR
Fire all thrusters.

INT. BATTLECRUISER *PROMINENCE* -- DAY

The bridge crew handles the emergency, but a few stop and watch as the hull of the Echo of Hope sparks and glows red as it enters the atmosphere.

CAPTAIN CANADY
Lock onto them with the tractor beam.

ADMIRAL BASHIER
Delay that order. Establish
communications first. We need to
know if they can be saved.

The bridge crew sneak looks at the Admiral.

EXT. HALMAD ORBIT -- DAY

The grouped X-wings watch on helplessly as the Echo of Hope
and second Star Destroyer burn and are pulled into the planet.

KARE' KUN
Why aren't they helping?

JESSIKA PAVA
Because they don't give a damn.

POE
Of course, they'd help.

MYRI
Something must be wrong with the
tractor beam.

INT. STAR CRUISER ECHO OF HOPE -- DAY

Lights flicker, consoles spark, and the bridge shudders.

ADMIRAL ACKBAR
Give me full power!

COMMODORE META
I can't. The planet has an incredible
magnetic field. It's interfering
with the power core.

ADMIRAL ACKBAR
Get the crew to the escape pods.

OFFICER BYCK VAVSON
Sir, the escape pods will fry as
soon as they launch.

ADMIRAL ACKBAR
Damn it.

Admiral Ackbar weighs his options then pushes the frog-eyed
BOLLIE PRINDEL to the side of his engineering console.

Bollie points to the huge spikes of the magnetic waveform.

ADMIRAL ACKBAR (CONT'D)
Invert the frequency and modulate
the deflector shields to that
waveform.

BOLLIE PRINDEL
Yes, sir.

ADMIRAL ACKBAR
Cut the thrusters and divert all
power to the anterior hull deflectors.

INT. BATTLECRUISER *PROMINENCE* -- DAY

The pained crew watches helplessly as the Echo of Hope burns.
LIEUTENANT MCCAUL, 30's human male, monitors the Echo of
Hope's condition.

LIEUTENANT MCCAUL
Their thrusters have failed.

ADMIRAL BASHIER
They may have been renegades, but
they died with honor. Few souls-

LIEUTENANT MCCAUL
Sir, their orbit has stabilized.

Admiral Bashier looks over his shoulder in disbelief.

LIEUTENANT MCCAUL (CONT'D)
It's gaining altitude, but I'm reading
high levels of radiation. Their power
core won't last much longer.

CAPTAIN CANADY
Engage the tractor beam.

ADMIRAL BASHIER
No. It's too dangerous. If their
core breaches, we'll all die.

EXT. STAR CRUISER *ECHO OF HOPE* -- DAY

The glow of the Echo of Hope's hull fades as it pulls away
from the planet. The second Star Destroyer breaks into pieces.

Nien Nunb finishes off the last Tie Fighter. He joins the
pack of X-wings as they watch the Echo of Hope.

NEV LEK
They're gonna make it.

ALEXA
Come on, Echo!

BASTIAN

Leave it to ole fish face to escape
certain death.

The Echo of Hope continues to climb, but suddenly the rear
of the ship explodes in a cascade from tail to tip.

POE

No!

Nien Nunb wails. The fighter pilots writhe in horror.

INT. BATTLECRUISER *PROMINENCE* - BRIDGE -- DAY

Captain Canady swallows his anger.

ADMIRAL BASHIER

They were brave men and skilled
fighters, but their lack of discipline
and training led to their failure.
Let this be a lesson for us all.

Captain Canady storms out. Admiral Bashier ignores him.

ADMIRAL BASHIER (CONT'D)

Inform the remaining Resistance pilots
that they are welcome to join our
fleet. It's the least we can do.

FLASHBACK:

EXT. JAKKU - MINING TOWN - RESIDENTIAL ZONE -- DAY

Wind kicks up sand and whistles through dense pre-fab houses.

A dirty little girl, 5, with short brown hair and a coarse
linen dress, walks through the street with a worried look as
residents hurry into their homes.

LITTLE GIRL

(calling)

Maddle.

Tie Fighters in pursuit of X-wings flash by overhead.

She finds her six-legged, two-tailed, goofy fuzz-ball under
a landspeeder up on blocks.

LITTLE GIRL (CONT'D)

Maddle. There you are.

As the girl pulls her pet JURURIE out, she sees a stormtrooper
patrol turns down the street. She crouches behind the speeder.

The patrol comes closer, and Maddle blurbles loudly.

A door from a nearby house opens and YOUNG REY, 5, strikingly similar to the little girl, pokes her head out.

YOUNG REY
(in a whisper)
Salis. What are you doing?

SALIS holds up her pet. Young Rey waves her in.

YOUNG REY (CONT'D)
Hurry.

As Salis enters, Maddle squirms free and runs off again.

SALIS
Maddle, come back!

Salis starts after him, but Rey grabs her arm.

YOUNG REY
Stay here. I'll get him.

SALIS
No. Don't go, Rey. They'll catch you.

YOUNG REY
Don't worry. I've done it before. If
you see my mom and dad, tell them
I'll be right back.

EXT. MINING TOWN - TRANSPORT STATION - DAY

The TICKET AGENT, late 40s, heavy-set and unshaven, in a faded and worn uniform, suspiciously examines travel documents behind the dirty glass window of his small ticket office.

TALLIN MITHRYSE, early 30s, with a dirty and weathered face, waves a callused hand above the counter.

TALLIN
These papers are in order.

STATION AGENT
These papers are in order. Three
tickets for Dantooine, thirty-five
hundred credits.

Tallin hands over a burlap sack of credits. Annoyed, the station agent counts them out one by one. Tallin waves again.

TALLIN
It's all there.

STATION AGENT
It's all there.

Tallin turns and hands off the tickets to EZIA MITHRYSE, 20s, her face sun-beaten and tired. She pockets them.

EZIA
We have to hurry. The rebels have
started bombing runs.

She pulls a hood over her long brown, braided hair.

EXT. MINING TOWN - RESIDENTIAL ZONE -- DAY

Rey chases after Maddle through allies but stops and hides as a column of Imperial transports and stormtroopers pass.

She continues her hunt as the stormtroopers occupy themselves with an anti-aircraft battery down the block from her.

Above, a Y-wing lines up his attack run on the battery.

INT. Y-WING -- DAY

A hefty pilot with a handlebar mustache adjusts his targeting computer to identify the missile battery.

GOLD FIVE
Gold Five to Gold Leader. Request
permission to target an Imperial
battery within the labor camp.

GOLD LEADER
Target confirmed. Permission granted,
Gold Five.

GOLD FIVE
Copy Gold Leader.

The targeting computer flashes a lock.

EXT. MINING TOWN - RESIDENTIAL ZONE -- DAY

The Y-wing dives and launches its missile behind Rey as she creeps up on Maddle cornered by a low concrete wall.

REY
Gotcha.

She pounces on the beastie just the missile strikes.

The deafening explosion knocks Rey off her feet. She stands shaken but unharmed, but her jaw drops as she sees her house, and those around it, demolished.

Local residents help the wounded and douse the flames. A bloodied, injured woman in tattered clothes searches through the rubble of her home, frantic.

INJURED WOMAN
Salis! Salis!

A ground transport arrives, and stormtroopers pile out.

PA SYSTEM
(pre-recorded voice)
...evacuate the area. This is now a
restricted zone. All civilians
evacuate...

The troopers shove people out of the way and wave their blasters as they attend to their own. An angry old man holds his injured arm and stands his ground.

ANGRY MAN
Ever since the Empire got here-

A stormtrooper shoves him. The crowd protests.

Through the mounting chaos, Rey sees Tallin and Ezia near the burning pile that was their house.

REY
Mom! Dad!

They can't hear over the crowd, but DM-0117 does.

DM-0117
Stop!

Rey takes off, and a wild chase ensues through the narrow alleyways of the shantytown section of the neighborhood.

EXT. MINING TOWN - TRANSPORT STATION -- DAY

Young Rey frantically pushes through the crowd and squeezes through the gate as the transport lifts off.

Rey stands out in the middle of the landing pad, exposed, but she doesn't care.

UNKAR PLUTT grabs her hand. Rey tries to pull away.

YOUNG REY
No, come back.

UNKAR PLUTT
Quiet, girl!

Unkar unceremoniously stuffs her into his junk cart. The stormtrooper runs just past Unkar, stops, and looks around.

DM-0117
Where's the girl?

UNKAR PLUTT

What girl?

DM-0117 shoves him in frustration and scans the platform. Unkar laboriously drags his cart away.

Rey peeks through a gap as DM-0117 searches through the off-loaded cargo. She looks back to where the ship flew off and sees nothing but sand dunes.

END FLASHBACK

INT. MILLENNIUM FALCON - LOUNGE -- DAY

The dunes devolve into Luke's sandy brown cloak. Rey returns from her daydream as Threepio crosses her line of sight.

Threepio adjusts Luke's monitor. When he moves away, she sees Luke's face and arms wrapped in bandages. Artoo inquisitively tweedles in remorseful tones.

THREEPIO

Don't say such things, Artoo. Master Luke is quite resilient for a human.

Finn joins them with a blanket and lays it over Luke.

Rey returns to her work as she repairs Luke's prosthetic hand that lays in pieces on the checkered Dejarik table.

FINN

Do you need a... help with that?

REY

Uh... Here, hold this.

Rey hands Finn a flashlight.

Finn accepts the pandering gesture and half-heartedly lights the workspace.

Mad at herself, Rey angrily works on Luke's prosthetic.

FINN

You know, it's not your fault.

REY

What?

FINN

Luke. He's a Jedi Master and-

REY

I know.

FINN

Oh. You just seem upset.

REY

I am upset!

(tempering her tone)

I-- I tried, but I was scared. I
couldn't help it. I failed. I failed
Leia; I failed Luke; I failed
everyone, literally everyone.

Threepio looks over at the commotion. Finn shuts up and a
thick uncomfortable silence fills the room.

Lando notices it when he enters.

LANDO

We're on course to the Both system.
The Resistance has a safehouse there.

No one responds.

LANDO (CONT'D)

You're welcome.

Lando checks on Luke.

THREEPIO

He's stable for the moment, but he
needs a proper medical facility.

LANDO

Hang in there, Luke.

(standing)

Hey Finn, help me recalibrate our
long-range sensor array for First
Order frequencies.

FINN

Uh... sure.

INT. MILLENNIUM FALCON - MAIN CORRIDOR -- DAY

Finn follows Lando into the corridor. He looks around for
what might be a sensor array panel.

LANDO

Finn, this isn't easy for me. I'm a
man who lives by his instincts, and
it's served me well, but I want to
apologize to you. I was wrong and I
hope you can forgive me.

FINN

Thanks, Lando. That means more to me than you know. It's not easy earning trust with my background.

LANDO

I can relate. We both have backgrounds that don't inspire trust. I also see why you joined the Resistance.

Lando smiles and nods toward the lounge.

FINN

Am I that obvious?

LANDO

That's okay. I was lured into the Rebellion the same way.

FINN

Yeah? Anyone I know?

Lando waves his hands dismissively.

FINN (CONT'D)

Who? Leia? Leia. Is it Leia? It's Leia, isn't it?

Lando gestures for Finn to lower his voice.

LANDO

You need to learn to be subtle. And if you're going to win a girl, you can't be so aggressive. You need to be smooth and confident.

FINN

Smooth and confident. Yeah, okay.

LANDO

You're wasting your time with Rey.

FINN

What are you talking about?

LANDO

Don't you know? The Jedi can't have intimate relationships. It's part of their code. Something about emotions.

The revelation crushes Finn's heart.

LANDO (CONT'D)

Unrequited love is more bitter than sweet, let me tell you.

Lando puts a comforting arm on his shoulder.

LANDO (CONT'D)
Don't fret. Stick with me and I'll
introduce you to some, uh, *nice* girls
who'd love to meet you.

A warning beacon sounds from the cockpit.

LANDO (CONT'D)
Inform the others we're coming up on
Bothawui.

INT. STAR DESTROYER *FINALIZER* - ASSEMBLY ROOM -- DAY

Kylo and General Hux kneel before Snoke's projection.

SNOKE
Two Star Destroyers. You were to
have crushed them by now.

GENERAL HUX
A minor setback. The Resistance has
been eliminated. Only the New Republic
remains.

SNOKE
Send no less than eight Star
Destroyers. Finish off the fleet
quickly.

GENERAL HUX
Yes, Supreme Leader.

SNOKE
Go.

General Hux rises and leaves. Kylo remains kneeling.

SNOKE (CONT'D)
Rescued by your own subordinates.

KYLO
I wanted to prove my loyalty to you.

SNOKE
By disobeying me? Now Skywalker is
no longer in exile.

Kylo stands.

KYLO
He was a feeble old man. He couldn't
possibly survive our confrontation.

SNOKE
Your theory is insignificant.

KYLO
What must I do to regain your trust?

SNOKE
Execute General Leia.

Kylo flinches, but he quickly recovers.

KYLO
As you wish, Supreme Leader.

SNOKE
Do not fail me again.

INT. STAR DESTROYER *FINALIZER* - DETENTION CENTER -- DAY

MAJOR VERRADER, 20s, privileged, in a teal uniform, walks tall down the corridor toward a pair of stormtroopers who flank a cell door. He turns to enter, but the guards step in front of him.

MAJOR VERRADER
What is the meaning of this?

AE-1016
I'm sorry, Major. We have strict orders to deny all access to the prisoner.

MAJOR VERRADER
On whose authority?

AE-1016
Captain Phasma, sir.

MAJOR VERRADER
Captain Phasma. Has she secretly been promoted to Grand Moff?

AE-1016
No, sir. I'm sorry, sir. Permit me to inform the Captain.

MAJOR VERRADER
Inform her on your own time. Right now you two will accompany me during my interrogation.

AE-1016
Yes, sir.

The guards open the door to reveal Leia, who looks up from on a bench. As they enter, Major Verrader pulls his sidearm.

Kylo, flanked by two stormtroopers of the 501st in their new red-striped helmets, turns the corner of the detention block and marches toward the cell door.

He pushes the lock, and the door slides open to reveal two stormtroopers dead on the floor. Kylo swallows a curse.

AL-2112
I'll alert security.

KYLO
No. I'll find her myself.

INT. STAR DESTROYER *FINALIZER* - LOADING DOCK -- DAY

Major Verrader leads stormtrooper MF-9007 with a repulsor trolley of weapons crates. Two 501st stormtroopers stop them.

AL-2112
What's your designation?

MAJOR VERRADER
What's the meaning of this, trooper?
Don't you recognize MF-9007?

MF-9007
(woman's voice)
MF-9007.

VH-0812
Remove your helmet.

MF-9007 looks to Major Verrader, then removes her helmet to reveal a young woman with short red hair and freckles.

AL-2112
It's not her.

The stormtroopers continue their search. Captain Phasma feigns interest in a shipment of rifles but watches them closely.

They round a freighter to reveal a rickety C-73 Vega shuttle of the Clone War Era. Major Verrader dismisses MF-9007 and pushes the crates up the loading ramp.

INT. C-73 VEGA SHUTTLE -- DAY

He opens the crate and lets Leia out of the cramped container. She looks around the haggard interior.

LEIA
A Vega? This thing is older than me.

MAJOR VERRADER
Can you fly it?

LEIA
Does it fly?

He scoffs, opens another crate, and points out the devices.

MAJOR VERRADER
This is the transponder.
(points to data device)
This data device contains a revolving clearance code generator, a map of the old Imperial Complex, and Snoke's current itinerary for the next few days. So, whatever it is you're planning, you'd better hurry.

LEIA
I'm impressed, Major.

MAJOR VERRADER
Yes, yes, fine. I fulfilled my part.
Can I trust you to fulfill yours?

LEIA
I will as long as you quit taking bribes from Zygerrian slavers.

MAJOR VERRADER
I wouldn't dream of it.

LEIA
Major, if you're in any kind of danger, you can come with me.

MAJOR VERRADER
(playfully)
What? And betray the First Order?
Never. But thank you for the offer.

INT. STAR DESTROYER *FINALIZER* - LOADING DOCK -- DAY

Major Verrader exits the shuttle to see Kylo enter the loading bay with several of his new stormtroopers. He spins on his heels in the hopes of escaping Kylo's notice.

KYLO
Stop that ship.

Kylo's stormtroopers open fire on the shuttle. Major Verrader hits the deck. The engine sputters and the ship rises.

Captain Phasma joins Kylo.

CAPTAIN PHASMA
Hold your fire!

Kylo and the stormtroopers ignore her.

CAPTAIN PHASMA (CONT'D)
Sir, I have a tracker onboard. She'll
lead us to Skywalker.

Kylo raises his hand and the stormtroopers cease-fire. Leia's ship passes through the magnetic field and flees.

Major Verrader raises his head to find Kylo, Captain Phasma, and the 501st stormtroopers around him.

Using the Force, Kylo grips Major Verrader's throat and lifts him off the floor. He claws at the invisible hand and gasps.

KYLO
Major Verrader.

CAPTAIN PHASMA
Strange. You're the one who told me
where to find General Leia, and now
you help with her escape. I venture
to guess you are the one who placed
the vibroknife in her stateroom.

Major Verrader turns blue as he fights for breath.

KYLO
What else have you given her?

EXT. HALMAD ORBIT -- DAY

Poe and his squad maneuver into flight formation as the fleet prepares for the jump to hyperspace. Poe's radio pops.

MYRI
Black Leader, position your squad
after Vanguard.

POE
Copy that.
(switching frequencies)
Okay, Black Nerf Squadron, we're
shuffling the deck again.

Black Squadron drops out of their positions and head toward the rear of the convoy and toward the Prominence. Kare' pounds angrily on the canopy.

JESSIKA PAVA
Hey, Dameron. Your girlfriend's taking
us out of the game.

POE

Relax, Pava. There will be plenty of action once we reach Obroa-Skai. Our job is to protect the Prominence. Let the New Republic take point on the Solstice. It's their ship.

Poe's team positions itself next to Green Squadron.

NIEN NUNB

Poe, I didn't expect to see you here with the rest of the rebel scum.

POE

Bashier wanted me to keep an eye on you. There were complaints about Green Squadron cheating at Sabacc.

YOLO ZIFF

Poe, is it true that Specter Base has been overrun?

POE

That hasn't been confirmed. Comms went down shortly after we left.

NEV LEK

They say that survivors escaped and are holed-up on Bothawui. And, well, Wedge-

POE

Wedge can do what he wants. Rogue Squadron isn't officially part of the Resistance.

BASTIAN

Since when did we become so formal? We're not Republic Defense. I know, because they won't let us forget it.

POE

I've never abandoned a mission, and I'm not going to start now.

L'ULO

Poe, we may need to pull out of this. Our mission to reunite the New Republic fleet is failing. We've lost more ships than we've saved.

KARE' KUN

Why are you so loyal to them? They didn't even *try* to save the Echo.

POE

Look around you. *These* are your brothers now. They need us. They must survive if we're to have any chance at defeating the First Order.

ODDY MUVA

I'm staying.

JESSIKA PAVA

Me too. I'm here to fight.

L'ULO

I'll stay. I won't be the one to deliver the bad news to your father.

NIEN NUNB

It's because of bureaucrats exactly like Admiral Bashier that we formed the Resistance.

BASTIAN

I'm sorry, Poe.

Several Resistance starfighters drop out of formation.

MYRI

Black Leader, get your pilots back into formation. You're in the New Republic now. Orders are not optional.

They jump into hyperspace. More starfighters drop out.

POE

They're not stormtroopers. Their loyalties lie with those who are loyal to them. The New Republic hasn't exactly earned their respect.

MYRI

Why are you still here?

POE

My loyalty resides in the mission. Besides, what's the point of being the best pilot in the galaxy if *you're* not around to see it?

MYRI

Hilarious. If you're staying, merge what's left of your squad with Rapier, but I need you to command the wing.

Poe smirks as he calculates coordinates on his navicomputer.

POE

A promotion? And here I thought you didn't like me.

The starfighters power up and jump to hyperspace group by group, followed closely by the Prominence.

EXT. BOTHAWUI -- DAY

The Falcon skims through craggy, snowcapped mountains, into a valley, and toward a towering metropolis.

EXT. SLUMS OF DREV'STARN -- DAY

The Falcon drifts over dense slums of tall, skinny buildings composed of repurposed cargo containers and transports.

The Falcon settles into the center of a dilapidated arena.

Telescopic booms extend out around the roof perimeter followed by a canvas patchwork of awnings to enclose the field.

INT. SAFEHOUSE -- DAY

Lando, Finn, Threepio, and Chewie disembark into the refugee camp of old portable buildings and dusty sunbeams.

Resistance fighters mill about, despair written on their faces. The white bearded MAJOR CALUAN EMATT greets them.

THREEPIO

Major Ematt, where is everyone?

MAJOR EMATT

This is it. What you see here is the last of the Resistance.

LANDO

Chewie, get a doctor. Who's in charge?

MAJOR EMATT

You are, sir.

LANDO

No, no. I haven't been part of the Resistance in a long time.

MAJOR EMATT

Your actions at Specter Base had me believing otherwise.

LANDO

Then put Finn in charge. He's the hero of Specter.

Finn does a double take, blindsided by the complement. Major Ematt shakes his hand. Finn fills with pride.

MAJOR EMATT
Excellent work, son.

INT. MILLENNIUM FALCON - CREW QUARTERS -- DAY

Rey anxiously watches DOCTOR KALONIA apply bacta bandages as an FX-7 medical droid sets up an IV.

KALONIA
I'll take care of him, love.

REY
He'll live?

Dr. Kalonia smiles warmly.

KALONIA
I'm afraid that's not up to me.

INT. MILLENNIUM FALCON - MAIN CORRIDOR -- DAY

Rey finds Finn waiting for her.

FINN
You saved his life.

REY
Maybe.

Finn makes an awkward attempt to hug her. She recoils.

REY (CONT'D)
What are you doing?

FINN
Sorry. Did I do it wrong?

REY
(realizing)
Oh. No, it's me. I'm sorry. I'm not used to it. There's not a lot of hugging on Jakku, at least not for free--not that I--

FINN
Oh, yeah, no. I know. I mean it's not like stormtroopers hug at all. They're kinda the opposite of hugs. I just remember my mom, she used to hug me, like a lot. It's one of the few memories I have of her.

REY

My dad too. He always smelled so bad from working in the mines all day, but I didn't care. It made me feel safe, ya know?

FINN

You're safe here.

Rey moves in close to him. He takes her into his arms and they push through the unfamiliarity into genuine affection. They hold each other for a long moment. Rey sheds a tear and then composes herself as they separate.

REY

Thanks. You're a good friend, Finn.

EXT. MILLENNIUM FALCON -- DAY

Finn floats down the ramp. Lando nears with a raised eyebrow.

FINN

We're good friends. Rey and me, not just friends, *good* friends.

LANDO

(shaking his head)
That's too bad.

Finn frowns. He chases after Lando.

FINN

Bad? Wait. What do you mean 'bad'?

Lando nods to Major Ematt. He and several armed soldiers crank open a large door to the outside.

A short, masked MERCENARY clad in thin armor and several lion-faced BOTHANS enter with a repulsor trolley of supplies.

FINN (CONT'D)

You don't think she likes me?

MERCENARY

(raspy synthetic voice)
Don't listen to him, kid. He's a scoundrel, that one.

Lando and Finn look to the mercenary as she pulls off her mask to reveal Leia.

LANDO

Leia!
(stumbling)
I'm glad you're here to see you.

FINN
(under his breath)
Smooth and confident.

Lando elbows him in the ribs.

LEIA
What are you doing here? Thought you
left the Resistance for something
more profitable.

LANDO
When I heard you were captured, I
couldn't stand by and do nothing.

Leia gives him a coy smile.

LEIA
You've always been a good friend.

MAJOR EMATT
You're here, so you've heard about
Specter Base.

LEIA
Did Admiral Statura make it out?

MAJOR EMATT
No. The list of survivors is short.
He did brief me on your mission. You
took a great risk.

LEIA
If the intel from my informant is
accurate, it was worth it.

Leia hands him the transponder and data device.

LEIA (CONT'D)
We need a plan, and soon.

MAJOR EMATT
One transponder and a few dozen men.
We don't do things easy, do we?

LEIA
We make the most with what we have.

MAJOR EMATT
Yes, ma'am.

LANDO
Leia, Luke's here. He's in pretty
bad shape. The doctor isn't sure if
he's going to make it.

INT. MILLENNIUM FALCON - CREW QUARTERS -- DAY

Kalonia gently slices through the bloodied bandage on Luke's face and peels it back to the ugly mess underneath.

Leia enters as the doctor cleans the surface of his cheek but finds only a fading bruise.

Artoo beeps. Chewie grunts a greeting and stands.

LEIA

How is he?

KALONIA

It's hard to say. He's suffered severe burns. It'd be just a matter of time if he were anyone else.

Leia leans in close.

LEIA

Luke, it's Leia.

Luke doesn't respond. She takes a moment with him and strokes his hair, happy to see him again, but deeply concerned.

LEIA (CONT'D)

Oh, Luke.

INT. MILLENNIUM FALCON - LOUNGE -- DAY

Rey lowers her goggles, aims a power coupler, and shoots an electrical arc at Luke's prosthetic hand holding his weapon.

The blade's brightness intensifies. The dejarik holographic game pieces flicker. The whole table sparks and smolders.

REY

Whoops.

She shuts off the power and wafts away the smoke.

She gently removes the lightsaber and tests the prosthetic. The fingers move one by one, ball into a fist, then relax.

She sits back, satisfied with her work, and gives Luke's lightsaber a wistful inspection. She tightens her grip and concentrates. She closes her eyes.

Luke's voice echoes.

LUKE (V.O.)

I'll come back for you.

VISION BEGINS:

EXT. TATOOINE - LARS MOISTURE FARM -- DAY

Human contractors repair and paint the adobe of the sunken courtyard with the help of several construction droids.

A blue female and brown male Twi'lek, with long head-tails, install a vertical hydroponic garden.

A walrus-faced Aqualish grunts orders to three little hooded Jawas as they tilt up a new harvest purification system.

INT. LARS MOISTURE FARM - NURSERY -- DAY

Han swaps Luke's old tri-winged T-16 skyhopper scale model, suspended above the crib, for a YT-1300 light freighter.

INT. LARS MOISTURE FARM - KITCHEN -- DAY

A pregnant Mara Jade pours a glass of blue bantha milk as Han enters with a stuffed Wookiee doll wrapped in a bow. She smiles, but it collapses into depression.

HAN

I know, Tatooine isn't a cultural center, but it's safe and quiet and a perfect place to raise a child. No one is going to find you here.

MARA JADE

I can't do this. I'm not a mother.

HAN

What are you talking about? The sharecroppers will handle the farm, you'll have a nanny to help with little Biggs, and I'll drop by all the time to check on you.

MARA JADE

His name's Anakin and he needs his father.

Guilt pierces Han, and he fumbles his excuse.

HAN

Mara, he has an obligation. He wants to be here, he wants to teach him the ways of the Force and watch him grow up, but I... *he can't.*

He instantly regrets his words. Mara gives Han Luke's lightsaber, from her pocket.

MARA JADE

He'll be looking for this.

Han rolls it in his hand, then gives it back.

HAN
No. He can come and get it himself.

Mara puts on a weak smile.

EXT. LARS MOISTURE FARM -- DAY

Through a pair of macrobinoculars, the Falcon lifts off, and Mara returns to the farmhouse.

INT. LARS MOISTURE FARM - NURSERY -- NIGHT

Mara enters the dark room with the Wookiee doll. She switches on the light and gasps to find Young Kylo in the middle of the room holding the model of the Falcon.

She turns to the door, but it slides shut. She trembles.

MARA JADE
Who are you? What do you want?

Kylo smashes the model against the wall. She jumps.

KYLO
You should have never gotten involved.

Kylo pulls a small blaster.

MARA JADE
No, please don't!

KYLO
You won't take my father from us.

MARA JADE
Father?
(realizing)
Ben? No, Ben. Wait!

Mara reaches for the lightsaber. He shoots, and she crumbles to the floor. Kylo breathes heavily, his hands shake.

He picks up the lightsaber and realizes to whom it belongs.

VISION ENDS:

INT. MILLENNIUM FALCON - LOUNGE -- DAY

Rey looks up from the lightsaber to see Leia.

REY
How could he abandon his wife and child?

LEIA

He had no choice, and he didn't abandon them.

REY

He *did* have a choice.

LEIA

You don't understand. If he stayed, they'd all be in danger. It's what happened to our mother and father.

REY

If abandoning your child on a desert planet is what it means to be a Jedi, I want no part of it.

LEIA

You think you're the only one who's suffered? My son murdered my husband. My father murdered my family. Yet I continue to fight for your freedom. You've been given a great power, and you think you have no obligations?

REY

You used me. That's why you sent me to Luke, not to bring him back, but to make me a soldier for your war.

LEIA

Without the Jedi, the galaxy will fall into darkness. I can't allow that.

REY

A darkness brought on by your family. Find someone else to absolve your guilt.

Rey pushes Luke's lightsaber onto Leia as she passes. Leia angrily pounds the bulkhead, defeated.

INT. SAFEHOUSE - OPERATIONS -- DAY

The holoprojector glow illuminates the small metal prefab. Major Ematt strokes his white-beard as the model of a First Order Capitol rotates. Finn and Lando examine it closely.

MAJOR EMATT

With the transponder and codes, getting to Raithal will be easy, but as soon as we get near the city--

LANDO
Stormtroopers with blasters. We'll
need a diversion.

Lando zooms out to show the surrounding area.

LANDO (CONT'D)
Something that will make them think
we have a different agenda. Something
far away. What's this?

MAJOR EMATT
That's the Military Academy.

FINN
It was once. Now it's an
indoctrination facility.

Finn loses his attention as memories haunt him.

MAJOR EMATT
Nonetheless, it's full of
stormtroopers.

LANDO
Damn. Well, that's off the table.
How about this?

MAJOR EMATT
That's a commissary. No matter what
we chose as our target, this is all
academic without air support.

He points to a Tie Fighter airfield. Lando rubs his chin.

INT. SAFEHOUSE -- DAY

NIC TEED, a HAMADRYAS with green skin and a thick brow, and
KAYDEL KO CONNIX, a young human female with blond hair pulled
back into two buns, open the crates from the Bothans.

Kaydel Ko pulls an old, well-used E-11 blaster from the
haphazard pile and examines it.

KAYDEL KO
Do you know how to use this?

NIC TEED
Ask the Imp.

He nods toward Finn exiting the operations prefab.

KAYDEL KO
Hey! Have you ever used one of these?

FINN
Yeah, of course.

Finn pulls out another banged-up blaster from the crate. He points to the switches on the side.

FINN (CONT'D)
Sting, stun, single, burst, and full-auto. Here's your plasma gauge, magazine catch, and scope.

Finn looks through the scope.

FINN (CONT'D)
The targeting will need to be adjusted before they'll shoot straight.

NIC TEED
(chuckling)
That explains a lot.

Kaydel Ko glares at Nic. Finn ignores the comment and pulls out another blaster to examine. Nic opens a container of medpacs and wrinkles his nose.

NIC TEED (CONT'D)
(grimacing)
Bothans smell worse than sarlacc breath.

KAYDEL KO
Show some respect. Many Bothans died to bring us this medication.

FINN
I dunno, I kinda like it... Musky.

Kaydel and Nic laugh. Finn chuckles and then looks up to see Rey packed and headed for the doors. He runs to catch her.

FINN (CONT'D)
Hey, where are you going?

REY
I'm done with all of this.

FINN
What do mean? You can't quit now.

REY
This war's insane. I'm better off on my own. Why don't you come with me?

Tempted, Finn looks back at the camp.

FINN

I... I want to, but I can't. There's too much at stake.

REY

Yeah, I've heard that, but look at the way they treat you after all you've done for them. They don't deserve you.

FINN

It's not about me. It's bigger than that. Regardless of what they think of me, they need my help. Besides, they're starting to come around.

KAYDEL KO (O.S.)

Get back to work, buckethead.

Finn grins sheepishly.

From the upper balcony deck, PI'QI, a long-horned IKTOTCHI with red leathery skin, shouts.

PI'QI

Stormtroopers!

An explosion shakes the arena. Resistance soldiers instantly respond and scramble toward the breach.

FINN

You'd better go while you can.

Finn takes off. Nic tosses Finn a blaster as he joins them.

Another explosion and Rey automatically reaches for her lightsaber but finds it missing.

EXT. SLUMS OF DREV'STARN -- DAY

Rey slips outside and sees the 501st navigate the narrow, garbage-strewn, earthen streets. She ducks into a fuselage.

The stormtroopers join their recon team in the siege of the arena. They charge straight toward it, seemingly oblivious to the incoming fire from the resistance snipers above.

EXT. SAFEHOUSE - ROOF -- DAY

Lando gets to the roof to see JUMPTROOPERS with jetpacks zoom up over the arena and attack from above. One jumptrooper uses a flamethrower to torch the canvas awning.

Lando fires at the flamethrower and hits the tank. It explodes. Fire rains down and sets the canvas roof ablaze.

Lando's comlink crackles.

LEIA
The roof's on fire. We're exposed.

LANDO
Copy that.

Finn joins Lando as Tie Fighters scream by overhead.

FINN
They know our location. Bombers are
on their way.

Another explosion and the comlink crackles again.

MAJOR EMATT
Stormtroopers are inside the base.

FINN
We've got to get out of here.

Lando keys the comlink.

LANDO
Chewie, prep the Falcon and load
everyone on board. We're getting the
hell out of here.

FINN
Can we all fit?

LANDO
It's a freighter, isn't it?

EXT. SLUMS OF DREV'STARN -- DAY

In the dirt along a failing masonry wall covered in graffiti, stormtroopers aim blasters at the heads of kneeling Bothans. Kylo paces impatiently before them.

AL-2112
They've located the resistance base.

KYLO
Move out.

AL-2112
Execute the prisoners.

KYLO
No. Let them go. Their deaths serve
no purpose.

They leave the Bothans in bewildered relief.

INT. SAFEHOUSE -- DAY

Doctor Kalonia leads her patients to the Falcon followed by her FX-7 medical droid. A soldier stops her.

RESISTANCE FIGHTER

There's no room for droids.

Kalonia nods with disappointment and continues inside.

Artoo and Threepio arrive as the soldier shoots the medical droid. Artoo lets out a shriek. Threepio throws up his hands.

THREEPIO

Don't shoot!

RESISTANCE FIGHTER

We can't risk intel falling into enemy hands.

He raises his blaster.

THREEPIO

There's no need for that. We won't talk. I hardly talk at all. In fact most of my time is spent--

LEIA

Soldier! They're with me.

The fighter reluctantly waves them on. The droids quickly follow after Leia as she boards.

Finn and Lando exit the stairway and run toward the Falcon. An explosion knocks them off their feet.

Major Ematt and his team fire at the stormtroopers as they appear in the seating levels.

The stormtroopers return fire and jump the rails onto the field. The team falls back into the Falcon.

Finn helps up Lando and half carries him to the Falcon.

The Falcon's AX-108 "Ground Buzzer" drops and lays down a barrage of rapid cover-fire for Finn and Lando.

EXT. SAFEHOUSE - ROOF -- DAY

Rey watches as more jump troopers rocket to the roof, armed with missiles. She runs toward a half-collapsed stairway.

Around the roof perimeter, troopers fire on the Falcon.

TIE bombers approach in the distance.

Rey gets to the top of the stairs as a jumptrooper takes aim at the Falcon with his rocket. He pulls the trigger.

The rocket fires, but Rey Force pushes it. It tumbles, knocks into the ship, takes off after a Tie Fighter, and destroys it.

Another jumptrooper turns and fires on Rey. She whips her staff around and deflects the blaster bolt, which slices her staff in two. She tosses the pieces aside.

With the TIE bombers almost on them, the Falcon rises level with the arena roof. The jumptroopers rocket over the edge and onto the back of the Falcon.

Rey backs up, sprints, and Force jumps over the parapet and onto the Falcon with the rest of the jumptroopers.

EXT. SAFEHOUSE -- DAY

Kylo and his stormtroopers arrive to see the Falcon rise out of the arena. The scream of approaching TIE Bombers increases.

AL-2112
TAKE COVER!!!

AL-2112 shields Kylo with his body as the TIE bombers strike engulfs the arena in a massive fireball.

EXT. MILLENNIUM FALCON -- DAY

The explosion shockwave rocks the Falcon.

Rey desperately clings to the deck, but the jumptroopers' magnetic boots hold tight as they fire on the hull.

EXT. SAFEHOUSE -- DAY

Kylo pushes AL-2112's dead body off of him. The surviving and injured stormtroopers rise to their feet.

KYLO
Call up the remaining squads! Bring
that ship down!

INT. MILLENNIUM FALCON - COCKPIT -- DAY

Lando, Chewie, Finn, Leia, and the droids peer out as two jumptroopers take aim at them through the window.

LEIA
Shake them off!

LANDO
We're too heavy. I'd lose control.

Suddenly, the jumptroopers fly off the hull, revealing Rey behind them, arms stretched forward with a Force push.

FINN

Rey!

Finn snatches the lightsaber from Leia and slips out. He pushes through the crowded corridor to the top hatch lift.

EXT. MILLENNIUM FALCON -- DAY

Jumptroopers descend upon Rey, who hunkers down in the valley of the cockpit access tunnel.

The hatch opens and Finn crouches in the well with a blaster. He shoots a jumptrooper and gets the attention of the others.

Incoming Tie Fighters and the Falcon's cannons trade fire.

Finn tosses the lightsaber to Rey. She reaches out, but as Tie Fighter bolts strike the ship, she misses.

The lightsaber clanks onto the deck and rolls to the edge stopped by a thin line of conduit.

She gives Finn an annoyed look.

FINN

It's not my fault.

Another Tie Fighter strafes the ship. Finn and Rey take cover, and the jumptroopers advance on them.

The quad-laser cannon swivels and knocks a jumptrooper off the ship as it shoots down one of the evading Tie Fighters. Three more pick up the chase.

Rey stretches for the lightsaber as it bounces on the edge.

Finn frantically fires at the jumptroopers as Tie Fighters pepper the Falcon. The hull smokes and sparks.

FINN (CONT'D)

I changed my mind! I don't want to
be a hero!

Tie Fighters zoom past. Finn looks up as seven more join the others. They bank and come about into an attack position.

Suddenly, red cannon fire crosses their path and blows two Tie Fighters out of the sky. The Tie Fighters scatter and X-wings streak past.

INT. X-WING -- DAY

Kare' Kun lets out a victorious cheer.

KARE' KUN
Eat dirt, sleemo!

EXT. MILLENNIUM FALCON -- DAY

More X-wings whoosh by. Their shockwave rocks the Falcon and dislodges the lightsaber.

It floats freely off the edge. Rey reaches for it and snaps it out of the air with the Force. A jumptrooper approaches from behind.

She ignites the blade, whips around, and slashes him.

His body falls from the ship as Rey stands and approaches the remaining jumptroopers.

FINN
Rey! What are you doing?!!

The jumptroopers fire, but she confidently deflects the shots.

FINN (CONT'D)
Oh.

She swings and swipes as she closes in on them and sends them off the ship one by one.

She slashes at the last. He rockets up out of her range and fires. She deflects the shots, sending one shot into the replaced sensor array antenna. It flops forward.

REY
Oops.

Finn fires and hits the rocket pack. It spins the jumptrooper around in circles, flies him off, and he explodes.

Finn and Rey share in the adrenaline-filled victory dance. Finn stumbles a bit and gets a glance over the edge.

FINN
I'm glad you're back, Rey, but can we get inside now?

EXT. WHITE MOUNTAINS -- EVENING

In the mountain's shadow, two GR-75 transports, half buried in a snowdrift, consume most of a valley floor with the X-wings and Falcon parked scattershot.

INT. MILLENNIUM FALCON - LOUNGE -- NIGHT

Finn, Rey, the droids, Wedge, and the rest of the senior staff gather around the dejarik table.

FINN

I can do it. I can create the diversion, but I'll need the transports.

LANDO

But we only have the one transponder.

MAJOR EMATT

Not too worry, the transports are equipped with cloaking devices, thanks to General Solo. I don't know where he got them. I didn't ask.

LANDO

(chuckling)

Han Solo, you pirate. I know who he got them from, and you're right. It's better not to ask.

MAJOR EMATT

It's still a hell of a gamble.

WEDGE

Let us worry about the local flyboys, but if a Star Destroyer shows up we won't last a parsec.

THREEPIO

Excuse me, sir, but a parsec is a unit of distance--

MAJOR EMATT

Even if we take out Snoke, that's no guarantee the First Order will fall.

LEIA

No, but a power vacuum could fracture their organization and give us time to rebuild the Resistance. If anyone wants out, now's the time.

The room remains silent.

LEIA (CONT'D)

All right, then. Good luck.

EXT. OBROA-SKAI ORBIT -- DAY

The Prominence and X-wings drop out of hyperspace into the middle of a frenetic battle.

The X-wings feverishly scatter and instantly come under fire.

Poe lets out a long wail as he dodges and banks, nearly crashing into another X-wing.

A TIE comes into his firing sights. Instinctively, he shoots it down, then another. His wits return and he manages to get a handle on the dicey situation.

Beyond the chaos, three Star Destroyers mercilessly unleash hell onto the helpless New Republic frigate, Solstice.

Poe, now in control, actively seeks and destroys targets. A lock alarm sounds and shots fly past him.

Snap swoops in and picks off the pursuer.

SNAP

First round's on you.

POE

I'll buy all the rounds if we survive.

Myri grits her teeth as she fires, weaves, and dodges.

MYRI

Where is your spine, Black Leader?

POE

It's attached to my body, and I'd like to keep it there, thank you.

MYRI

Look out!

Poe's ship makes physical contact with a Tie Fighter. BB-8 takes a fatal blow. His ship spins out of control.

POE

Kriff!

Several Tie Fighters close in to finish him off.

Myri rushes in recklessly. She takes several hits but manages to fend off the closing Tie Fighters.

MYRI

Poe! Are you all right?

POE

No. I'm venting plasma and I lost BB-8.

Two more Star Destroyers appears from hyperspace and maneuver toward the battle.

MYRI

Enough already!

INT. BATTLECRUISER *PROMINENCE* - BRIDGE -- DAY

A frustrated Captain Canady pounds the console. Admiral Bashier maintains a cool and collected facade as they watch the battle grow insurmountable.

CAPTAIN CANADY

Admiral, we must retreat. We have no chance against those Star Destroyers.

ADMIRAL BASHIER

No! We stay and fight. We are the face of the New Republic. We must demonstrate our superiority or risk losing everything we've fought for.

CAPTAIN CANADY

We will lose everything if we continue to stay here and fight!

INT./EXT. X-WINGS -- DAY

Alarms sound in Poe's cockpit.

POE

I've taken too much damage.

MYRI

Hang in there. We'll be pulling back any minute.

ADMIRAL BASHIER

All fighters focus on the bridge of the closet Star Destroyer.

The Prominence unleashes all cannons in a maelstrom of fire.

MYRI

Okay, listen up. We're going in with a delayed pincer move, but attack the bridge from behind. The Prominence will barrage the front. Watch out for their over-spray.

BASTIAN

What about the other Star Destroyer?
They'll blast us into star dust.

POE

They won't risk firing at their own
ship, so stay close to the hull.
Keep an eye open for turbolasers.

MYRI

I'll take point. Try not to die.

POE

Hey, Myri. I realize this isn't the
right time or place, but you're the
best pilot I've ever seen.

Myri's eyes well up a little.

POE (CONT'D)

It's been a real honor to serve with
you.

MYRI

Even though you guys are reckless
and unruly, I'm glad you're here.

Poe smiles.

SNAP

Hey, Poe. I thought I was the best
pilot you've ever seen.

POE

I only said that so I wouldn't
embarrass you in front of your mom.

The squadron pilots burst out in laughter as they speed off
toward certain death.

EXT. STAR DESTROYER -- DAY

Compartment doors slide open along the port edge. Inside,
two missiles shift into launch position. The tips slowly
illuminate into a bright red glow, then launch.

The missiles and X-wings fly by each other.

KORTU

Prominence, incoming missiles.

INT. BATTLECRUISER *PROMINENCE* - BRIDGE -- DAY

Turbolasers rain hellfire at the missiles and shoot one down,
but the second finds its target.

The bridge explodes with flame and debris.

Captain Canady grabs the console and pulls himself to his feet. Blood and burns cover his face and arms.

Air leaks through the bulkhead, and the dead and injured litter the floor.

Captain Canady finds Admiral Bashier with a large shard of durasteel protruding through his neck.

The Captain drags him across the floor toward the lift. Admiral Bashier's bloody hand reaches up and grabs Captain Canady by his jacket.

ADMIRAL BASHIER
(in a weak raspy voice)
I've done my duty. Save the fleet.

EXT. RAITHAL - CAPITAL CITY -- NIGHT

The once great Imperial City is now war-torn and neglected, except for the new towering Capitol building topped with a geodesic sphere.

A large cargo vessel taxis from the spaceport as a Tie Fighter patrol whizzes past.

INT. SPACEPORT TRAFFIC CONTROL -- NIGHT

OPERATIONS COMMANDER BLANN lazily sips his caf as he watches the cargo vessel float away.

AIRMAN TAGGI stands to formally address Commander Blann.

AIRMAN TAGGI
Commander Blann, long-range sensors have detected a recruit transport on approach, but it is not within a designated flight path.

COMMANDER BLANN
Have they the proper clearance codes?

AIRMAN TAGGI
Yes, sir.

COMMANDER BLANN
Then correct their heading and grant them clearance. With all the new recruits, I'm surprised there is any room left on the planet.

AIRMAN TAGGI
Sir, no recruit transports are
scheduled until tomorrow. Protocol--

COMMANDER BLANN
Airman Taggi, not every wrinkled
collar suggests a conspiracy.

AIRMAN TAGGI
Sir, may I suggest visual
confirmation?

Commander Blann clangs his cup onto his saucer and sighs
with annoyance.

COMMANDER BLANN
Fine. If it makes *you* feel better,
send a patrol.

AIRMAN TAGGI
Very good, sir.

INT. MILLENNIUM FALCON - COCKPIT -- NIGHT

Lando and Chewie watch as the clouds clear to reveal the
spaceport.

AIRMAN TARKIN
Recruit transport four nine. You are
clear for landing. Come to mark eight
point two five.

FINN
Eight point two five, copy that.
(clicks off the comm)
Okay, they bought it, but as soon as
we dip below their sensor array--

The proximity alarm flashes and two Tie Fighters flash by.

LANDO
There goes our cover. Prep your team.
Finn slips out as Lando keys the comm.

LANDO (CONT'D)
Ematt, the party is starting early.

EXT. CAPITAL CITY -- NIGHT

High above the city, blue electricity crackles and the two
GR-75 transports solidify from the cloaking device.

The rear transport doors open in flight. X-wings launch from
inside and dive toward the city.

Three Tie Fighters lift off from the air base. The X-wings quickly engage them. Y-Wing bombs obliterate a parked column.

The two quad-cannons of the Falcon fire on the patrol.

The X-wings sweep the city and take out turbo cannon placements, laser towers, and encampments.

Wedge, Kare', and Nien Nunb circle the military academy as the two massive transports land outside the complex.

B1 battle droids scurry from rusty bunkers like fire ants from a disturbed mound. Many struggle with frozen joints and disabled blasters. Wedge and his squad ravage the droid army.

WEDGE

This is easier than I thought.

KARE' KUN

Too bad.

Nien Nunb chuckles in his weird laughter.

EXT. OLD IMPERIAL ACADEMY - ROOF -- NIGHT

The Falcon's ramp lowers and Finn's team jumps out. Artoo's rockets glide him to the deck. Finn leads Rey, Kaydel Ko, Nic, and Artoo towards a service hatch. Finn blasts the lock.

INT. OLD IMPERIAL ACADEMY -- NIGHT

Nic slides down the ladder last. The clank of boots on the loose deck grate deadens inside the sloped walls, regularly interrupted by thick braces.

They cram into an elevator. Finn mashes the button, but nothing happens.

REY

Artoo, see what you can do.

Artoo tweedles and accesses the data port.

FINN

The control center is in the basement.

The elevator chimes and the door closes. A Muzak version of the Imperial March plays overhead.

FINN (CONT'D)

We can unlock all the cell doors from there.

NIC TEED

What?!! The plan is to blow the reactor.

FINN

Change of plans.

The doors open, and the team is met with blaster fire from a long corridor. Nic takes a hit. Finn pulls him back inside.

KAYDEL KO

Nic!

Rey and Kaydel Ko fire back from what little cover they have. Nic slumps dead in Finn's arms.

KAYDEL KO (CONT'D)

They're stormtroopers! Is this really worth it?

Rey looks questioningly to Finn. Finn nods.

A thermal detonator rolls into the elevator. Finn, Kaydel Ko, and Rey hold their breath, but Artoo kicks it away.

It sails back into the control room and explodes.

Through the smoke, the team enters the control room, strewn with bodies and the sparking wreckage of the console.

REY

Is there another way to open doors?

FINN

Yeah. One by one.

KAYDEL KO

We don't have time for that.

REY

Let me try.

EXT. OLD IMPERIAL ACADEMY -- NIGHT

Nien Nunb runs recon and spots bipedal AT-ST walkers and stormtrooper squads en route to the Imperial Academy.

NIEN NUNB

We definitely have their attention.

LANDO

Copy that, Nien Nunb. We're en route.

NIEN NUNB

Leaving soon. Be quick.

INT. OLD IMPERIAL ACADEMY - DORMITORY -- NIGHT

Rey stands before a dimly lit hall. A steam pipe mists and drips, and the lights that work flicker. Finn and Kaydel Ko stand behind her.

KAYDEL KO
If this doesn't work, we have to
blow the place.

FINN
It'll work.

Rey takes a deep breath, closes her eyes, and reaches out.

Nothing happens. Rey peeks through one eye.

She takes another breath and lets it out slowly.

Kaydel Ko is not impressed, until doors rattle. The rattle turns into a shudder. Finn and Kaydel Ko take a step back.

The doors buck and stress as if holding back a monster, until multiples burst from their thresholds. A domino effect of smashing doors echoes down the hall.

Finn and Kaydel Ko share a dumbfounded look.

Children's faces, boys and girls from five to fifteen, cautiously peep out from the doorways.

Rey, surprised at herself, beams with pride. Finn hugs her.

FINN (CONT'D)
Thank you.

Kaydel Ko revives her pretentious attitude.

KAYDEL KO
That's great, but let's get a move
on? There's a lot more doors to open.

Finn waves out the cadets.

FINN
Come on! We're going home.

The children scurry out of the rooms and follow him.

EXT. CAPITAL CITY -- NIGHT

The Falcon flies low through a hazy city of decrepit steel and glass buildings pockmarked with lights. Ahead looms the castle-like First Order Capitol tower.

INT. MILLENNIUM FALCON - COCKPIT -- NIGHT

The view of the grand Capitol fills the windows.

LANDO

I've got a baaaad-

LEIA

Don't... The formal landing berth is on the north side, near the top. Just below it is the valet docking bay and service entrance.

LANDO

They may not be expecting us, but they will be prepared, Princess.

LEIA

We're not here for a gala. Let's just hope they aren't too prepared.

EXT. FIRST ORDER CAPITOL -- NIGHT

The Falcon tilts up and flies straight up the building toward the underside of a cantilevered landing platform.

INT. FIRST ORDER CAPITOL - SERVICE BAY -- NIGHT

The sound of cannon fire startles the squad of stormtroopers on guard among the scattered crates and repulsor trolleys of the utilitarian service bay.

EH-5177

Don't worry. They can't get through those durasteel blast doors.

The blasts continue until the doorframe creaks, sags, and pulls free from the wall. The whole door tumbles away to unveil the bottom of the Falcon. The squad is face-to-face with a quad-laser cannon.

CUT TO:

The ramp descends, and four soldiers take defensive positions in the burning tatters of the service bay.

A commando team in mismatched Mandalorian armor, a few in the iconic T-shaped visor helmets, file past Leia. The last gives her a small salute off his blue-accented helmet.

PARUS, 30s, quarterback-like in red and yellow armor, peeks into the corridor and signals all clear.

INT. FIRST ORDER CAPITOL - CORRIDOR -- NIGHT

The commandos' rear guard advances past the cover team in a leapfrog-like maneuver through the curving corridor.

Unnoticed by the commando team, the blast door closes behind them. Through the shrinking aperture, a red lightsaber with cross guard flashes.

The last commando looks behind too late to see it.

PARUS

Contact!

Four box-headed, heavy battle droids with dual rotating barrel blasters deploy as a wide line across the corridor. Their tall, rectangular energy shields form an impenetrable wall.

The strike team fires at the droids, who return fire and kill two commandos. The strike team retreats to the closed blast door.

MAHOTI, in red and gray armor, presses the button on the control pad. When nothing happens, he pounds on it.

MAHOTI

It's locked!

The droids round the curved corridor followed by four squads of stormtroopers.

The blue-helmet commando activates two thermal detonators.

He tosses them over the droid shields and into the nest of stormtroopers. The team braces against the wall.

The stormtroopers scatter but not before the explosions take them and the droids out. The energy shields last long enough to contain the blasts and protect the strike team.

As the team advances, a battle droid reaches for a blaster. Mahoti shoots it point-blank, and its hand goes limp.

INT. MILLENNIUM FALCON - LOUNGE -- NIGHT

Kylo runs his fingers over crooked, blocky letters that spell "BEN" etched into the engineering station console.

INT. MILLENNIUM FALCON - CREW QUARTERS -- NIGHT

Flanked by stormtroopers, Leia kneels on the floor in anguish as Kylo enters. He pays no attention to her.

Kylo gives Luke's cloak in the unoccupied bunk a cursory exam and then tosses it onto the galley counter.

KYLO

Take her away.

The stormtroopers lift her up and escort her out as Kylo opens the cabinet and to his surprise finds a green glass cookie jar. He removes a cookie and smiles briefly.

His smile turns to anger at himself for giving into his weakness. He crushes it in his fist and smashes the jar.

INT. MILLENNIUM FALCON - MAIN CORRIDOR -- NIGHT

Kylo stops at the ramp and glances at the secret compartments. With the Force, he flips open covers.

Empty.

EXT. OLD IMPERIAL ACADEMY - DORMITORY -- NIGHT

X-wings circle overhead as transport cannons, manned Z-6 rotary blaster cannons, and soldiers behind durasteel barriers keep the First Order troops at bay.

The doors to the academy slam open. Several Resistance soldiers spin reflexively, guns at the ready.

Cadets stream from the buildings. The soldiers aim at the children but can't bring themselves to shoot.

PI'QI

Hold your fire!

His orders bounce around the soldiers.

Pi'Qi heads off the wave of children shouting.

PI'QI (CONT'D)

Stop! Go back! This is a combat zone!

The children stop at the sight of the armed men. A small, crying girl, 5, breaks from the crowd and latches herself onto Pi'Qi's leg.

GIRL

I want my mommy!

Pi'Qi panics at first, but, with an incredulous sigh, he shoulders his rifle and picks up the girl with one arm.

PI'QI

Open the cargo hold. We're taking on passengers.

The soldiers lift their blasters and hurry the children toward the transport as the great doors swing open and the ramp extends.

X-wings streak by low and fast.

They zero in on the AT-ST walkers. The walkers' heads explode and their legs crumple to the ground.

Wedge banks, does another pass over the ground team, and sees the flood of children. Before he can say it--

KARE' KUN

What the hell is going on down there?

PI'QI

Mission creep. Just watch our backs.

WEDGE

(vexed)

Copy that.

(under his breath)

Damn fools.

Wedge pulls up for a pass over the academy. He looks down to see the blue-haired boy alone on the roof.

WEDGE (CONT'D)

Viper Six, this is Rogue Leader. One of your strays is on the roof.

PI'QI

Which building?

WEDGE

It's the one with the pointy top.

PI'QI

The Tarkin Building?

WEDGE

I don't know. It's the northeast--
Forget it. I'll get him myself.

Wedge comes about and lands on the roof among a nest of mechanical units. The roof creaks under the weight.

Wedge pops the top and beckons to the boy.

WEDGE (CONT'D)

Come on, kid! Hurry, before the roof collapses.

The boy picks through the maze of equipment toward the ship. He climbs atop a large vent fan and reaches up to Wedge's hand. Wedge pulls him in and sits him on his lap.

The boy marvels at the cockpit as the canopy closes.

WEDGE (CONT'D)
Can you fly?

BOY
(worried)
No. Can you?

WEDGE
A little.

The X-wing lifts off. The boy jolts up with both fear and excitement. Wedge gently drifts the ship down to the ground.

He lowers the boy down to Major Ematt's outstretched arms.

WEDGE (CONT'D)
I never thought I'd be saving
stormtroopers.

MAJOR EMATT
Things aren't as dark and light as
they used to be.

Rey, Finn, and Kaydel Ko meet up with Major Ematt. His comlink crackles.

PI'QI
Viper Actual, this is Viper Six.

MAJOR EMATT
Actual, go Six.

PI'QI
Sir, sensors have picked up another
wave of fighters approaching from
the south.

MAJOR EMATT
How many?

PI'QI
Uh... A lot. They're coming in from
orbit.

WEDGE
Star Destroyer. Get those transports
out of here while we still have a
chance. We'll hold them off.

Wedge closes his canopy and lifts off.

FINN

It's too soon. They must have known
we were coming.

REY

Then the strike team is headed right
for a trap. We have to warn them.

MAJOR EMATT

There's no way to contact them.
They're under comm silence.

FINN

I can do it. I know my way round.

Finn takes off toward the Academy with Rey at his heels.

INT. GR-75 TRANSPORT - COMMAND POD -- NIGHT

Major Ematt enters as the ship takes a hit that shakes the
bridge. He steadies himself.

TRANSPORT CAPTAIN

A Star Destroyer has entered a
geosynchronous orbit directly over
the city. It's the Finalizer, sir.

MAJOR EMATT

Plot us a course outside of their
weapons range but close enough to
lure them away from the city.

Another strafing run rocks the ship.

TRANSPORT CAPTAIN

I can't get through those TIEs.
They're targeting our shield
generator.

EXT. OLD IMPERIAL ACADEMY -- NIGHT

A large door groans and grinds as it slowly opens, but as it
lifts a fraction, a white, aerodynamic sport bike with black
trim shoots out and races toward the city.

Rey holds onto Finn as they lean forward and straddle what
amounts to a ramjet engine with a seat.

Finn steers with levers behind a small windscreen. As they
approach advancing hover tanks and AT-ST walkers, Finn weaves
through them and fires with the two sets of three cannons
mounted on either side of the speeder's cowling.

They punch through the line and race off into the city.

Wedge takes out three Tie Fighters in succession. He sees that the First Order ground forces have surrounded the area but have ceased their advancement.

WEDGE

Viper Actual, I don't know what those troops are waiting for, but we'll clear you a path through these TIEs. Be ready to launch.

MAJOR EMATT

Rogue Leader, there's more TIEs incoming. Too many even for you. Don't worry about us. They won't attack with the cadets onboard, but you need to leave while you can.

WEDGE

And what happens once you're boarded? Forget it, we're staying. You can court-martial me later.

Rogue Squadron preps for the oncoming tsunami of Tie Fighters that looms on the horizon. Kare' Kun takes a deep breath. Nein Numb double-checks his instruments.

WEDGE (CONT'D)

Keep a tight defensive perimeter. No hunting trips.

As the wave hits, hundreds of Republic Defense fighters join the battle, and a frenzy of dogfights ensue.

WEDGE (CONT'D)

What the--

Myri's EX-1 whooshes past.

MYRI

Rogue Leader, leave the area. You are operating within New Republic Defense jurisdiction.

Poe flies up alongside Wedge.

POE

Myri found my tracker. She stuck it on your ship.

Wedge gives a fictitious sigh of disappointment.

WEDGE

She did the same thing with the tracker I installed when she first started dating.

POE

Come on. Let's get these transports out of here.

EXT. FIRST ORDER CAPITOL -- NIGHT

Rey waits impatiently as Finn tries to rewire a lock on a service door. Rey ignites her blade.

REY

Move.

FINN

No, you'll set off the alarm.

REY

Fine.

Rey sheaths her lightsaber and jumps with incredible height to a small handhold and scales up the wall.

Finn watches Rey disappears over a balcony.

FINN

(stage whisper)

Hey, what about me?

Finn makes futile attempts at the handhold. He gives up and reexamines the door but jumps in fright when a stormtrooper almost lands on him. He looks up as if expecting more bodies.

INT. FIRST ORDER CAPITOL - THRONE ROOM -- NIGHT

Two two-story tall doors quietly open into a geodesic sphere of transparisteel windows with breathtaking views of the capital city. The commando team enters onto a floating, multi-level walkway made up of steps and ramps in a sculptural design.

In the center of the sphere, a tall riser topped by Snoke patiently seated on his throne with Kylo and General Hux on either side of him. The Knights of Ren stand spread out on the steps.

At the base await Captain Phasma and a company of stormtroopers intermixed with Kylo's 501st. At their feet kneels Leia, Lando, and Chewie.

SNOKE

If you've come to restore order to the galaxy I'm afraid you are too late, Jedi Skywalker.

Leia looks up in surprise.

The blue-helmet commando steps forward. Luke reveals himself.

LUKE

I'm not here for you, Snoke. I've come to bring Ben back to the light.

SNOKE

The New Republic is gone. The pitiful Resistance is now nothing but a whisper on the lips of old men. With your death tonight, the Jedi legacy end and a First Order galaxy will rise.

The commandos step up behind Luke. The stormtroopers jab their guns into the captives.

Snoké puffs out a dismissive laugh.

Luke waves them back and hands Parus his blaster.

SNOKE (CONT'D)

As we speak, the remnants of the New Republic fleet are being swept away. Nothing left but a memory, which we will rewrite.

Kylo ignites his sword and descends the steps, with Luke's lightsaber strapped to his belt. His knights follow.

LUKE

Neither the Jedi nor the Republic fosters the Resistance. You are its father. There is no resistance without oppression. Even within your own ranks dissension exists. How will you rule the galaxy when you can't even retain the loyalty of your own apprentice?

KYLO

Hypocrite! How can you speak of loyalty when you break your own vows?

LUKE

I paid dearly for that mistake.

KYLO
It's not enough.

The stormtroopers part for Kylo. As he passes Leia, she grabs Luke's lightsaber and runs. Two stormtroopers quickly stop her. A third stormtrooper yanks it from her grasp.

Captain Phasma approaches with her hand extended toward the Jedi weapon. The stormtrooper chucks it to Luke who snatches it out of the air and ignites the blue blade.

Two 501st stormtroopers grab the rebellious stormtrooper. Captain Phasma removes his helmet to reveal Finn.

CAPTAIN PHASMA
FN-2187. You held such promise. You
will again after re-education.

Kylo drags the tip of his blade and burns a line on the floor. The Knights of Ren follow at a distance.

LUKE
I know why you wear the mask, but
you cannot hide from yourself. You
must accept who you are, but do not
let Snoke - or me or anyone else -
define you.

KYLO
That armor won't protect you from my
blade.

LUKE
Your friends won't protect you from
Snoke.

Kylo swings. Their blades clash.

KYLO
They'll do as I command. They have
sworn their allegiance to me.

LUKE
That means little in a culture that
rewards treachery.

Luke spins out of the way of Kylo. Kylo whips around for a quick second attack, but Luke blocks this too. Kylo sneers at Luke through crossed blades.

LUKE (CONT'D)
Ben, if this is who you really are,
and not what you *think* you've become,
then I'll accept it, but you must
convince me.

KYLO

I can be very convincing.

Kylo pushes Luke back and attacks with ferocious strikes.

Snoke watches on with macabre enjoyment as they duel.

Leia turns away, but General Hux grabs her chin and twists her head back around. His eyes are wild with ecstasy.

GENERAL HUX

You should watch. This will be the
last time you look upon your family.

Luke changes tactics and goes on the attack. Kylo now struggles to keep up with Luke's effortless swordplay, proof he is a true Jedi Master.

Kylo gives up ground and even the Knights of Ren step back toward the line of stormtroopers.

Kylo slashes low, but Luke flips and gives Kylo a swift kick to the chest. Kylo hits the deck and slides to the feet of the Knights of Ren.

Kylo stands and lets out a stream of Force lightning.

Luke shields himself with his blade, and this time his hand maintains functionality. His blade turns from green to a blinding white.

As Kylo shades his eyes, Luke switches his lightsaber into his left hand and gets in close to Kylo.

Kylo blindly swings and Luke catches Kylo's blade with his prosthetic hand. Sparks fly, energy chirps and crackles, but his prosthesis resists damage.

Kylo grabs Luke's other hand and they stand deadlocked. Kylo's hilt smokes and burns into his flesh as it overheats.

The Knights of Ren move in but stop as blaster bolts strike around them. From the superstructure, Rey fires a blaster as she leaps to the platform.

LUKE

Rey, no!

She lands behind the Knights of Ren and extends her green blade. Stormtroopers fire, but she turns and deflects their shots. The commandos open fire on the stormtroopers.

CAPTAIN PHASMA

Focus on those fighters. The Knights
can handle one small girl.

Rey whips back around to see Lascendu and Skhal light their blades. She takes her practiced fighting stance.

They face each other in a standoff until Lascendu lowers her blade. She and Skhal share a look behind masks. Lascendu pushes back her face shield.

Through the transparisteel windows, orbital cannons rain down on the city. Explosions erupt in the distance, accompanied by low rumbles.

LASCENDU

Helana?

Skhal pulls off his helmet, eyes fixed in wonder on Rey.

SKHAL

It can't be. We saw you die on Jakku.

Rey drops her defenses. Her mouth hangs agape and she steps back in disbelief.

Kylo, unable to hold onto the burning hilt any longer, drops the blade. It tumbles away over the platform. Kylo clutches his burnt hand and kneels before Luke.

Lascendu opens her arms. Rey hesitates. Her eyes redden, but, finally, she rushes into their embrace.

Finn watches, dumbfounded and forlorn from a distance.

FINN

Rey! Rey, what are you doing? Rey!

Luke and Kylo watch as they usher her up toward Snoke. Snoke stands and attempts to look fatherly. His eyes meet Kylo's for a moment and then he turns away as they escape together.

KYLO

No!

Kylo looks up at Luke.

KYLO (CONT'D)

If you won't kill me, then leave me.
I'm not going back.

LUKE

You know I won't abandon you.

Kylo stands and looks Luke straight in the eye.

The orbital strikes grow closer and louder. The room vibrates.

KYLO

Kill me, or be killed.

Luke raises his blade. Kylo doesn't flinch. They stand face-to-face. Luke grabs Kylo's wrist and slaps the lightsaber hilt into it. Luke steps back and raises his arms, daring Kylo to strike.

Kylo, taken aback, looks at the blade and then at Luke.

Luke glances toward Leia and gives her a loving smile. Leia shakes her head in disbelief.

Kylo raises the blade. Luke closes his eyes.

Kylo hesitates then swings. As the blade swipes through the armor, Luke's body disappears.

Leia screams out uncontrollably. Lando turns his face away. Chewie lashes out, and stormtroopers desperately try to shock him back into submission.

Kylo turns to find the Knights blocking his way. General Hux stands behind Leia and raises the vibroblade for him to see.

Kylo's expression turns to horror. He tries to push through the Knights, but they grab and hold him.

With a sick, bare-toothed grin, General Hux thrusts the knife through Leia's back.

Leia gasps and looks down at the protruding blade and blood.

Lando cries out in horror.

LANDO

Nooooooooo!!!!

An orbital blast strikes the building. The transparisteel cracks and the superstructure groans.

Kylo pulls away desperately, and the Knights draw their swords.

Kylo's 501st stormtroopers fire on the Knights and the remaining stormtroopers attack the 501st.

Unsupervised, Lando runs to Leia's side. He cradles her in his arms. Tears stream down his face.

LANDO (CONT'D)

Leia, don't die. Don't die. I love you. I love you.

Leia weakly looks up at him. Blood covers her face and mouth. Pained, she reaches up, touches his face, and gives a smile.

LEIA

I know.

Her hand falls from Lando's face and leaves a swipe of blood. Her last breath escapes and she closes her eyes forever.

Lando holds her close and sobs quietly.

General Hux and Captain Phasma make a quick exit.

Kylo outmaneuvers Taug and sends the lug crashing to the floor. With Kylo's back turned, Arigav jumps and bring his purple lightsaber down hard.

Kylo spins, but the tip catches his shoulder. He cries out, then internalizes the pain and uses it to make him stronger.

Finn appears next to Lando and removes his binders.

FINN

We've got to get out of here.

He removes the binders from Chewie and helps him up.

LANDO

We can't leave her here.

Chewie picks up Leia in his giant hairy arms. Finn helps up Lando and they flee toward the beckoning commandos.

Taug bum-rushes Kylo, but again Kylo evades him, only this time Skhal gets in a punch to Kylo's face.

Bez sneaks in a swipe across the dazed Kylo's visor.

Kylo howls and falls to a knee, blinded. He throws off his mask and covers his eyes with his arm.

The knights back off and watch as Kylo stands and pathetically swings at nothing. He almost falls off the platform as the room shakes again from another orbital strike.

ARIGAV

I'll finish this.

Arigav toys with him. He waves his lightsaber to Kylo's right.

The electric hum prompts Kylo to swing in that direction. He drops his arm from his eyes, a black burn across his face.

LUKE (V.O.)

Stretch out with your feelings.

KYLO

Luke?

Arigav slashes Kylo across his back. Kylo howls again.

LUKE (V.O.)

Let go of your anger and feel the
Force around you.

Kylo relaxes and stands up straight, ready.

MYRKKY

Finish him!

Arigav gives a nod then attacks.

Kylo blocks the strike. Myrkky attacks next, and Kylo blocks his strike too, then gives him a slash across his chest.

Arigav and Taug go in for the kill, but Kylo stops every strike and anticipates every move. Arigav overextends and Kylo slices off his leg. He tumbles off the edge.

Pieces of the frame fall around them.

BEZ MILOSTI

Leave him.

The Knights slip through the retreating stormtroopers, as they fend off the 501st and escape out the back.

INT. FIRST ORDER CAPITOL - SERVICE BAY -- NIGHT

An explosion rocks the bay. Finn, Chewie, Lando, and the remaining commandos stagger as they navigate through a maze of flame and debris to the Falcon.

INT. MILLENNIUM FALCON - COCKPIT -- NIGHT

Lando and Chewie run through the startup sequence. Another explosion shakes the ship.

EXT. FIRST ORDER CAPITOL - SERVICE BAY -- NIGHT

The Falcon rises and slips out of the mangled door opening.

EXT. CAPITAL CITY -- NIGHT

Poe and Myri's X-wings join them as they angle up into the night sky. Orbital cannons fire at the capitol building, and it crumbles as it collapses in flames.

EXT. RAITHAL ORBIT -- NIGHT

A dozen terribly damaged Republic Dreadnoughts pound the Finalizer with large cannons. The Finalizer burns, splits in two, then explodes.

Dozens of Star Destroyers appear from hyperspace.

POE

Okay, the party's over. I'll see you
at the rendezvous on Galaan.

LANDO

Take us home, Chewie.

The Falcon, the X-wings, and Republic Fleet jump away.

INT. GALAAN - CLOUD CITY - CURATOR'S QUARTERS -- MORNING

Darkness.

Suddenly, blue and red LEDs flicker.

A flash revealing an old man's sleeping face. The light fades in to reveal the cyborg LOBOT.

His eyes blink open from a long slumber.

EXT. CLOUD CITY - LANDING BAY -- MORNING

A white planetary ring looms at an angle beyond gold and purple clouds. X-wings fly by alongside the Falcon.

The Falcon touches down on Platform 327.

Lobot and MAZ KANATA wait as Lando carries Leia in his arms, followed by Finn and Chewie. Maz breathes a heavy sigh.

MAZ KANATA

I'm sorry, Lando.

EXT. LOADING DOCKS -- MORNING

Several platforms extend to the two transports moored off the edge of the city.

Resistance soldiers direct the hundreds of refugees, awed by the dazzling beauty of the gas giant's sunrise.

Mixed in with the crowd, Artoo and Threepio stroll toward the city gates.

THREEPIO

Who do you suppose our new master
will be?

Artoo sounds out a melancholy series of tones.

THREEPIO (CONT'D)
Chewbacca?!! Oh, no.

INT. CLOUD CITY - GRAND PLAZA -- MORNING

Lando lays Leia down inside a glass case. He lovingly arranges a loose strand of her hair.

Finn watches from a distance as Lando seals the case on a riser in the center of the white, circular plaza.

Poe and Myri join Finn. BB-8, wounded but operational, catches up to them and rolls around at their feet.

The morning rays break over the edge of the glass atrium held up by white spindly columns.

Through the glass, they see a battlecruiser float by accompanied by starfighters.

EXT. CLOUD CITY -- MORNING

The battle-scarred New Republic Fleet descends upon the great city in a radial pattern as a variety of starfighters whoosh by. Hope survives.